



ANNUAL REPORT

2021-2022

CORPORATE INFORMATION

CIN:

L93090MH2009PLC192183

CHAIRMAN & MANAGING DIRECTOR:

Mr. Dinesh Chhaganlal Rathi

INDEPENDENT DIRECTOR:

Mr. Anish Narendra Nashine

Mr. Manavendra Jaypal

EXECUTIVE DIRECTOR:

Mrs. Uma Dinesh Rathi

Mr. Aditya Dinesh Rathi

NON- EXECUTIVE DIRECTOR:

Ms. Siddhi Dinesh Rathi

CHIEF FINANCIAL OFFICER:

Mr. Ravindra Ashok Gaikwad

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Ravina Kishore Modi

BANKER:

ICICI Bank Limited,
Nagpur

STATUTORY AUDITOR:

K N D & Associates

Chartered Accountants, Nagpur

SECRETARIAL AUDITOR:

Kunal Dutt & Associates

Company Secretaries, Nagpur

REGISTERED OFFICE:

Plot No. 58, Ingole Nagar,
Wardha Road, Nagpur- 440005,
Maharashtra, India

Tel No.: 0712-2320240

E-Mail: investors@dra.net.in

Web: www.dra.net.in

REGISTRAR & TRANSFER AGENT:

Bigshare Services Pvt. Ltd

Pinnacle Business Park, Office No S6-2, 6th,
Mahakali Caves Rd, next to Ahura Centre,
Andheri East, Mumbai, 400093,
Maharashtra, India

Tel No.: 022 6263 8200

Web: www.bigshareonline.com

CONTENTS

NOTICE 4

NOTES 4

 The instructions for shareholders voting electronically are as under: 6

ANNEXURE TO NOTICE 13

DIRECTORS' REPORT 14

 1. FINANCIAL PERFORMANCE 14

 2. EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS 17

 3. CHANGE IN THE NATURE OF BUSINESS, IF ANY 17

 4. DIVIDEND 17

 5. TRANSFER TO RESERVES 17

 6. MEETINGS: 17

 7. COMPOSITION OF COMMITTEES 18

 8. DIRECTORS AND KEY MANAGERIAL PERSONS: 21

 9. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS 22

 10. RELATED PARTY TRANSACTIONS 22

 11. CHANGES IN SHARE CAPITAL 23

 12. VIGIL MECHANISM 23

 13. DIRECTORS RESPONSIBILITY STATEMENT 23

 14. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES 24

 15. EXTRACT OF ANNUAL RETURN 24

 16. PARTICULARS OF EMPLOYEES 24

 17. REGISTRAR AND TRANSFER AGENT 24

 18. AUDITORS 24

 19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO 25

 20. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS: 25

 21. THE DETAILS OF SIGNIFICANT MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE 25

 22. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY 26

23. PARTICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED:	26
24. RISK MANAGEMENT.....	26
25. FORMAL ANNUAL EVALUATION.....	26
26. DECLARATION WITH THE COMPLIANCE WITH THE CODE OF CONDUCT BY MEMBERS OF THE BOARD AND SENIOR MANAGEMENT PERSONNEL.....	26
27. MECHANISM FOR BOARD EVALUATION.....	26
28. CORPORATE GOVERNANCE	27
29. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 (SHWWA):.....	27
30. SECRETARIAL STANDARDS.....	27
INDEPENDENT AUDITOR’S REPORT	29
ANNEXURE INDEX	56
ANNEXURE III	65
PARTICULARS OF EMPLOYEES	65
ANNEXURE IV	67
SECRETARIAL AUDIT REPORT	67
CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO	71
MANAGEMENT DISCUSSION AND ANALYSIS.....	72
PROXY FORM.....	76
ATTENDANCE SLIP.....	78
Form MGT 12	79
Polling Paper.....	79
<i>[Pursuant to section 119(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]</i>	79

NOTICE

Notice is hereby given that **13th Annual General Meeting** of the members of **M/s. DRA Consultants Limited** will be held on **Friday, 30th September, 2022** at 10.00 A.M. at the registered office of the Company situated at Plot No. 58, Ingole Nagar, Wardha Road, Nagpur- 440005 MH to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited financial statements of the Company for the Financial Year ended 31st March, 2022, together with Reports of the Board of Directors and the Auditors thereon.
2. To re-appoint Mrs. Uma Dinesh Rathi as, a Director, who retires by rotation and being eligible offer herself for re-appointment.

Registered Office:

Plot No. 58, Ingole Nagar,
Wardha Road, Nagpur- 440005,
Maharashtra, India

By order of the Board

For DRA CONSULTANTS LIMITED

SD/-

Dinesh Rathi
Managing Director
01516715

Place: Nagpur

Date: 22nd August 2022

NOTES

1. The **Register of Members and the Share Transfer Books** of the Company will remain **closed** from **Saturday the 24th September 2022 to Friday the 30th September, 2022** (both days inclusive) in connection with this AGM.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF, SUCH A PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceed fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. Member holding more than 10% of the total share capital of the Company is entitled to appoint a single proxy, who cannot be proxy of any other member.

3. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed, stamped and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

During the period beginning 24 hours before the time fixed of the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of the notice in writing is given to the Company.

4. The relevant explanatory statement pursuant to Sec.102 of the Companies Act, 2013 is annexed hereto.
5. Members/proxies should bring the attendance slip duly filled in and signed for attending the meeting.
6. In case of jointholders attending the meeting only such joint holder who is higher in the order of name will be entitled to vote.
7. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
8. The Securities and Exchange of India (SEBI) has mandated the submission of Permanent Account Number(PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the RTA.
9. Electronic copy of the Full Version of the notice of this AGM are being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes These members are requested to register their e-mail ids with the DP/RTA/Company. Full version of the Notice of this AGM is also available on the Company's website viz., www.dra.net.in/.Further in view of the CoVID-19 pandemic, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and SEBI vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and had provided relaxations to AGMs of companies thereby dispensing with the requirement of printing and dispatch of annual reports to shareholders.

10. Electronic Voting(e-Voting)

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, the Company is pleased to offer e-voting facility to the members to cast their votes electronically on the Resolution set forth in the Notice convening this AGM. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again. The Company has engaged the services of National Securities Depository Limited (NSDL) for this purpose.

The instructions for shareholders voting electronically are as under:

- The remote e-voting period begins on **27.09.2022 at 09.00 a.m. and ends on 29.09.2022 at 05.00 p.m.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the **record date (cut-off date) i.e. 23.09.2022**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being, **23.09.2022**.
- The shareholders are requested to follow the below mentioned procedure to e-vote:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode
In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



Login method for Individual shareholders holding securities in demat mode is given below:



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home

page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

3. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective

	ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step

2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized

to vote, to the Scrutinizer by e-mail to kunaldutt9@gmail.com with a copy marked to evoting@nsdl.co.in.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories/company for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@dra.net.in.
- In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@dra.net.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. [Login method for e-Voting for Individual shareholders holding securities in demat mode](#).
- Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- [In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.](#)
- Mr. Kunal Dutt, Practicing Company Secretary, (C.P.No.10188) Email id: kunaldutt9@gmail.com Mobile no. 8446459870 has been appointed as the Scrutinizer to scrutinize the e-voting as well as physical ballot process in a fair and transparent manner.
- The Scrutinizer shall within a period of not exceeding three (3) working days from the conclusion of the e- voting period unblock the votes in the presence of atleast two (2) witnesses not in the employment of the company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the company.

- The result shall be declared after remote E-voting and physical ballot after the AGM of the Company and the resolutions will be deemed to be passed on the date of AGM of the Company subject to the receipt of requisite number of votes in favour of the resolution. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.dra.net.in and on the website of NSDL and communicated to the Stock Exchange.
- Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. 23.09.2022 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30 . In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 23.09.2022 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
- All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 a.m. to 06.30 p.m.) Monday to Friday, except Holidays, upto and including the date of the Annual General Meeting of the Company.
- Shareholders seeking any information with regard to accounts are requested to write to the Company well in advance so as to enable the Management to reply.
- M/s. Bigshare Services Private Limited, Mumbai are the Registrars & Share Transfer Agents for dealing with electronic form of equity shares of the Company. The ISIN Code allotted to the Company is INR000001385.
- Shareholders/Proxies/Authorised Representatives are requested to affix their signatures at the space provided on the Attendance Slip and surrender the same at the AGM venue.
- Members/Proxies/Authorised Representatives are requested to bring the copy of the AGM Notice.

Registered Office:

Plot No. 58, Ingole Nagar,
Wardha Road, Nagpur- 440005,
Maharashtra, India

Place: Nagpur

Date: 22nd August 2022

By order of the Board
For DRA CONSULTANTS LIMITED

SD/-

Dinesh Rathi

Managing Director

01516715

ANNEXURE TO NOTICE

Details of the Director Seeking re-appointment at the 13th Annual General Meeting.

ANNEXURE OF ITEM NO: 02

ANNEXURE TO AGM NOTICE

The Statement of disclosures pursuant to Secretarial Standard-2 on General Meetings and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, is as under:

Name of the Director	UMA DINESH RATHI 02578611
Date of Birth	28/06/1970
Qualification	Bachelor of Dental Surgery.
Brief Resume of the Director	She has been Director of your Company since incorporation. She looks after the day to day affairs/ management of the Company.
Expertise in Specific Functional Area	Administration & Day to Day Management of the Company.
Date of 1 st Appointment in the current designation	05/05/2009
Shareholding in the Company (No. of Shares)	80,095 0.73%
Directorships	Dental Imaging Centre Private Limited RCR Engineering And Investments Pvt Ltd
Memberships/Chairmanship of Committee of Other Companies	NIL
Inter-se relationship between Directors and other KMP's	Mr. Dinesh Rathi – Spouse Ms. Siddhi Rathi- Daughter Mr. Aditya Rathi- Son
Remuneration Last Drawn	Rs. 10.80 Lakhs

DIRECTORS' REPORT

To,
The Members,

Your Directors are pleased to present the **13th Annual Report** on the business and operations of the Company and the financial results for the year ended 31st March, 2022.

1. FINANCIAL PERFORMANCE (Amount in ₹)

PARTICULARS	2021-22	2020-21
Revenue from operations	151285201.40	151443334.00
Other Income	4707950.44	6534735.72
Total Expenditure	125094596.85	128466171.09
Finance Cost	1222684.08	1574550.61
Depreciation	6926338.51	4596707.43
Profit before taxation	22749532.40	23358326.59
Tax Expenses	6230323.46	7211407.08
Net Profit	16519208.94	16146919.52

During the year under the review, Revenue from operations of the Company stood at Rs. 15.12 Crs. as against the turnover from operations of Rs. 15.14 Crs in the previous year. Net profit for the period stood at Rs. 1.65 Crs as against Rs. 1.61 Crs.in the previous year.

KEY PROJECTS:

- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) – Amarwara
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) - Bichhua
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) – Piplanarayanwar
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) – Badkuhi

- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) - Lodhikheda
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) – Chand
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) – Harrai
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) - Chaurai Khas
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) - Chandameta Butaria
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) – Junnardev
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) – Damua
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) – Sausar
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) – Barghat
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) – Lakhnadon
- DPR Consultants for Water supply, sewerage/ septage management, sanitation, rejuvenation of water bodies, development of green spaces of various ULBs of Madhya Pradesh, in Jal Jeevan Mission (Urban) - Cantonment Board Jabalpur
- Project Management Consultant Work of Hingane (Gawhad) 13 villages Regional Water Supply Scheme, Taluka - Nandura, Dist. - Buldhana, Under Jal Jeevan Mission

- Project Management Consultant Work of Rohinkhed and 14 Villages Regional Water Supply Scheme, Taluka - Motala, Dist. - Buldhana, Under Jal Jeevan Mission
- Carrying out detailed water Audit from Shahad head Works to WTP Temghar, WTP Temghar to Mankoli MBR, Mankoli MBR to Chene & WTP Temghar to Bhiwandi City – Rural Area and Energy Audit of Raw water Pumping Station Shahad, WTP Temghar & Patalipad Pumping
- Preparation of Detailed Project Report (Pre-Feasibility Report and Transactional Advisory Services) for Funding and O&M of 144 Electric Buses for Nagpur City for Urban Transport System of Nagpur Municipal Corporation, Transport Department.
- Consulting Services for Detailed Engineering Design and Supervision Services (DED) for KANO State Water Board, Kano Nigeria (French Development Agency (AFD) Support to the 3rd National Urban Water Sector Reform Project in Kano State)
- Consultancy for Utilities Engineering - Consultancy Services for Utilities i.e. Cooling and Process Water system, Compressed Air System, Fire Fighting, Drinking Water, Sewerage treatment for cement Plant (Pre-Clinkration and post- Clinkration of Jaykay Cem (central) Ltd. Plant at Panna, (MP)
- Consultancy services for preparation of comprehensive water supply and sewerage master plan for 2 Urban Sectors (South B and East A) of Nagpur Metropolitan region
- Design and project management Consultancy services for capacity enhancement of Ravet pumping station and Nigadi Water Treatment Plant (WTP) by 100 MLD.
- Additional work under AMRUT of Project Management Consultancy for implementation and operation and maintenance of Continuous (24x7) Pressurized Water Supply system in 60% Area of Pimpri-Chinchwad Municipal Corporation.
- Project Management Consultancy for implementation of Continuous (24x7) Pressurized Water Supply system in 60% Area of Pimpri-Chinchwad Municipal Corporation O&M Phase.
- Consultancy Services for PPP Design and transaction support for interception and diversion works (I&D) and Sewage treatment Plant in Asansol, Burdwan and Durgapur Municipalities in West Bengal.
- Technical and Engineering Consultancy Services for Utilities i.e Water, Sewerage, Compressed air, cooling Process water system, Firefighting, Fuel Oil System and Power Plant of CG Cement at Sardeba Palpa Nepal.
- Project Management consultancy For Implementation of Continuous (24x7) Pressurized Water Supply system in 60% Area of Pimpri-Chinchwad Municipal Corporation
- Project Management Services for Sourcing of Water from Andra Dam and Bhama Askhed Dam for Pimpri-Chinchwad City

- Project Management Consultancy Services for ABD Area Water Supply and Sewerage Network System Improvement Work Indore Smart City.
- Project Management Consultancy Services for Water Supply and Sewerage Improvement Works including SCADA for Indore Municipal Corporation under AMRUT Yojana Indore PMC.

2. EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS

There are no significant material changes and commitments affecting financial position of the company between 31st March, 2022 and the date of Board’s Report.

3. CHANGE IN THE NATURE OF BUSINESS, IF ANY

The company has not changed the nature of business during the financial year under review.

4. DIVIDEND

With a view to conserve the resources of the Company, Your Directors do not propose to recommend any dividend. These retained earnings can be utilized in future for financing expansion programmes and for meeting the fixed or working capital needs of the Company.

5. TRANSFER TO RESERVES

Your Company proposes to transfer Rs. 16519208.94/-to the General Reserve.

6. MEETINGS:

A. BOARD MEETINGS

During the year, Seven Board Meetings were held the details are as mentioned below:

SR. NO.	DATE OF MEETING	TOTAL NO OF DIRECTORS AS ON MEETING	ATTENDANCE
1.	30.05.2021	6	5
2.	30.06.2021	6	5
3.	12.07.2021	6	5
4.	22.07.2021	6	5
5.	30.08.2021	6	5
6.	12.11.2021	6	6
7.	11.02.2022	6	5

B. COMMITTEE MEETINGS:

- **AUDIT COMMITTEE MEETINGS**

During the year, Two Audit Committee Meetings were held the details are given as under:

Sr. No.	Date of meeting	Total no of directors as on meeting	Attendance
1	30.06.2021	3	3
2	12.11.2021	3	3

7. COMPOSITION OF COMMITTEES

The composition, terms of reference and other details of all Board level committees have been elaborated below:

A. AUDIT COMMITTEE

BRIEF DESCRIPTION AND TERMS OF REFERENCE

The role and terms of reference of the Audit Committee have been updated to be in line with Section 177 of the Companies Act, 2013 besides other terms as may be referred by the Board of Directors. The said Committee reviews reports of the Statutory Auditors and Internal Auditors periodically to discuss their findings and suggestions, internal control system, scope of audit, observations of the auditors and other related matters and reviews major Accounting policies followed by the Company.

COMPOSITION AND MEETING:

Composition of Audit Committee as on 31stMarch, 2022:

Name of the Director	Status in Committee	Nature of Directorship	Number of Meetings held during the Financial Year 2021-22	
			Held	Attended
Mr. Dinesh Rathi	Member	Chairman and Managing Director	2	2
Mr. Manavendra Jaypal	Chairman	Independent Director	2	2
Mr. Anish Narendra Nashine	Member	Independent Director	1	1

B. NOMINATION AND REMUNERATION COMMITTEE

BRIEF DESCRIPTION AND TERMS OF REFERENCE

The objective of Nomination and Remuneration Committee is to assess the remuneration payable to the Managing Director/Whole Time Directors; sitting fee payable to the Non-Executive Directors; remuneration policy covering policies on remuneration payable to the senior executives.

COMPOSITION:

Composition of Nomination and Remuneration Committee as on 31stMarch, 2022

Name of the Director	Status in Committee	Nature of Directorship	Number of Meetings held during the Financial Year 2021-22	
			Held	Attended
Mr. Manavendra Jaypal	Chairman	Independent Director	1	1
Mr. Jitendra Nayak	Member	Independent Director (Ceased to be Director w.e.f. 30.09.2021)	1	1
Mr. Anish Narendra Nashine	Member	Independent Director (Appointed w.e.f. from 30.09.2021)	---	---
Mr. Aditya Rathi	Member	Executive Director (Ceased to be the Members of the committee due to change in designation from Non-Executive to Executive Director w.e.f 30.09.2021).	1	1
Ms. Siddhi Rathi	Member	Non-Executive Director	---	---

During the year, on 30.08.2021, Nomination and Remuneration Committee Meeting was held.

C. NOMINATION AND REMUNERATION POLICY

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The policy also lays down criteria for selection and appointment of Board Members. The details of this policy are given below: -

Criteria and Qualification for Nomination & Appointment

The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his/her appointment.

- A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient/ satisfactory for the concerned position.
- The Company shall not appoint or continue the employment of any person as Whole time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

Policy on Remuneration

The Company's Remuneration policy considers human resources as its invaluable assets. The Remuneration policy for all the employees are designed in a way to attract talented executives and remunerate them fairly and responsibly, this being a continuous ongoing exercise at each level in the organization.

The Remuneration of Directors should be in accordance with the provisions of the Companies Act, 2013 read with Schedule-V of the companies Act, 2013 as amended from time to time.

- To ensure that the level and components of remuneration is reasonable and sufficient to attract, retain and motivate Directors, KMP and other employees of the quality required to run the Company successfully.
- No director/KMP/other employee are involved in deciding his or her own remuneration.
- The trend prevalent in the similar industry, nature and size of business are kept in view and given due weight age to arrive at a competitive quantum of remuneration.
- It is to be ensured that relationship of remuneration to the performance is clear & meets appropriate performance benchmarks which are unambiguously laid down and communicated.
- Improved performance should be rewarded by increase in remuneration and suitable authority for value addition in future.
- Provisions of all applicable laws with regard to making payment of remuneration to the Board of Directors, KMP and Senior Management, as maybe applicable from time to time, shall be complied.
- Whenever, there is any deviation from the Policy, the justification/reasons should also be indicated/ disclosed adequately.

Managing Director and Executive Directors

The Company remunerates its Managing Director and Executive Director's by way of salary, perquisites and allowances. Remuneration is paid within the limits recommended by the Nomination & Remuneration Committee and the Board and as approved by the shareholders within the stipulated limits of the Companies Act, 2013 and the Rules made thereunder. The remuneration paid to the Managing Director and the Executive Director's is determined keeping in view the industry benchmark and the relative performance of the Company to the industry performance.

Non-executive Directors

Non-executive Directors are presently not paid any remuneration. Your Company has not paid any sitting fees for attending the meeting of the Board and its Committees as per the provisions of the Companies Act, 2013 and the rules made thereunder. The Company, however, reimburses the expenses incurred by the Non -Executive Directors to attend the meetings.

Key Managerial Personnel and other senior employees

The remuneration of KMP and other employees largely consists of basic salary, perquisites, and allowances. Perquisites and retirement benefits are paid according to the Company policy. The components of the total remuneration vary for different grades and are governed by the industry pattern, qualification & experience/merits, performance of each employee. The Company while deciding the remuneration package takes into consideration current employment scenario and remuneration package of the industry and its peer group.

D. STAKEHOLDER’S RELATIONSHIP COMMITTEE

BRIEF DESCRIPTION AND TERMS OF REFERENCE

The Board has delegated the powers to a committee to approve transfer/transmission of shares, considering and resolving the grievances, to oversee the performance of the Registrar & Share Transfer Agent, Oversee the implementation and compliance of the Code of Conduct adopted by the Company for prevention of Insider Trading and to attend all other matters related thereto:

COMPOSITION:

Composition of Stakeholder’s Relationship Committee as on 31st March, 2022:

Name of the Director	Status in Committee	Nature of Directorship
Mr. Anish Narendra Nashine	Member	Independent Director
Mr. Manavendra Jaypal	Chairman	Independent Director
Ms. Siddhi Rathi	Member	Non-Executive Director
Mr. Aditya Rathi	Member	Executive Director (ceased to be the Members of the committee due to change in designation from Non-Executive to Executive Director w.e.f 30.09.2021).

During the period no meetings were held.

E. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The company has not crossed the threshold limit as prescribed under section 135 of the Companies Act, 2013, hence has not been constituted the Corporate Social Responsibility Committee for the year.

8. DIRECTORS AND KEY MANAGERIAL PERSONS:

A. COMPOSITION OF THE BOARD:

Sr. No.	Name of the Director	Designation	Appointment	Resignation
1.	Mr. Dinesh Chhaganlal Rathi	Managing Director	05.05.2009	----
2.	Mrs. Uma Dinesh Rathi	Executive Director	05.05.2009	----
3.	Ms. Siddhi Dinesh Rathi	Non-Executive Director	25.08.2016	----

4.	Mr. Jeetendra Chandrakant Nayak	Independent Director	25.06.2016	30.09.2021
5.	Mr. Manavendra Jaypal	Independent Director	16.08.2018	----
6.	Mr. Aditya Dinesh Rathi	Executive Director	12.12.2017	----
7.	Mr. Anish Narendra Nashine	Independent Director	30.09.2021	----

-Retirement by Rotation

Pursuant to provisions of the Companies Act, 2013, Mrs. Uma Dinesh Rathi (DIN: 02578611) Director will retire at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment. The Board recommends her re-appointment.

-Change in designation

On 30.09.2021 Aditya Rathi's designation changed from Non-Executive Director to Executive Director.

B. COMPOSITION OF KEY MANAGERIAL PERSONNEL

The details of the Key Managerial personnel of the Company are as tabled below:

Sr. No.	Key Managerial personnel	Designation	Appointment	Resignation
1	Ms. Ankita N Daga	Company Secretary	04.07.2016	17.08.2022
2	Ms. Ravina Modi	Company Secretary	22.08.2022	----
3	Mr. Ravindra Ashok Gaikwad	Chief Financial Officer	05.03.2020	----

9. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

The Company has received declarations from all the Independent Directors of the Company as per the provisions of Section 149 subsection (7) of the Companies Act, 2013, confirming that they meet the criteria of independence as prescribed both under Section 149 sub-section (6) of the Companies Act, 2013 read with the Rule 4 of Companies (Appointment and Qualification of Directors) Rule, 2014 and the SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015.

10. RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant

related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. Further, enclosing Form AOC-2 in “ANNEXURE I”

11. CHANGES IN SHARE CAPITAL

There was no Change in the Share Capital structure of the Company. The Share Capital structure at March 31, 2021 stood as mentioned below:

PARTICULARS	NO. OF SHARES	SHARE CAPITAL (IN RS.)
Authorised Share Capital	12000000	Rs. 12,00,00,000/-
Paid up Share Capital	10970000	Rs. 109700000/-

12. VIGIL MECHANISM

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior, the Company has adopted a Vigil mechanism/Whistle Blower Policy.

The Vigil (Whistle Blower) Mechanism aims to provide a channel to the Directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Code of Conduct policy.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards, the Company encourages its employees who have genuine concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment.

The mechanism provides for adequate safe-guards against victimization of Directors and employees to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations about a personal situation.

13. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134 (5) of the Companies Act, 2013, the Directors confirm that:

- a) in the preparation of the annual accounts for the year ended 31st March, 2022 the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 31st March, 2022 and of the loss of the company for that period.

- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts for the period ended 31st March, 2022 on a going concern basis.
- e) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Your Company has no subsidiaries, joint ventures and associate companies during the year.

15. EXTRACT OF ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in Form MGT-9 as a part of this Annual Report is in “**ANNEXURE II**”.

16. PARTICULARS OF EMPLOYEES

The details pursuant to Section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed as **ANNEXURE – III**.

Further during the year under review, none of the employees were entitled to receive remuneration exceeding the prescribed limit set under Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

17. REGISTRAR AND TRANSFER AGENT

The Board had appointed M/s. Bigshare Services Private Limited as Registrar and Transfer Agent (RTA) at their meeting held on 25th August, 2016. The Company’s Registrar & Share Transfer Agents, M/s. Bigshare Services Private Limited is fully equipped to carry out the transfers of shares and redress Investor complaints.

18. AUDITORS

A. STATUTORY AUDITORS:

M/s K N D & Associates, FRN 112180W Chartered Accountants, Nagpur were appointed as Statutory Auditors of your Company in the Annual General Meeting (AGM) held on 30th September, 2021 for a term of 5 (Five) consecutive years to hold office till the conclusion of the 17th Annual General Meeting of the Company to be held in the Calendar year 2026.

AUDITOR'S REPORT:

The Report given by the Auditors on the financial statements of the Company is part of the Annual Report. There is no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report. However, the Report is self-explanatory and does not require any comments or clarification.

B. SECRETARIAL AUDITOR

The Board has appointed M/s. Kunal Dutt & Associates, Practicing Company Secretaries, to conduct Secretarial Audit of the Company for the financial year ended 31st March, 2022 in compliance with the provisions of Section 204 of the Companies Act, 2013.

The report of the Secretarial Audit Report in Form MR-3 is enclosed as “ANNEXURE IV” to this Report.

C. INTERNAL AUDITOR

In accordance with the provisions of Section 138 of the Act and rules made thereunder, the Board of Directors of the Company has appointed M/s D N Tonpe & Co. Chartered Accountant Registration No. 111019W as an Internal Auditor to conduct the Internal Audit of the Company.

The Board has appointed M/s D N Tonpe & Co., Chartered Accountant (FRN: 111019W) as Internal Auditor to conduct the Internal audit of your Company for the financial year 2022-23.

19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Rule 8 of the Companies (Accounts) Rules, 2014 is annexed and marked “ANNEXURE V” and forms part of this Report.

20. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has effective ‘internal financial controls’ that ensure an orderly and efficient conduct of its business, including adherence to Company’s policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information.

21. THE DETAILS OF SIGNIFICANT MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

No significant or material orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future during the year under review.

22. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There were no material changes and commitments in the business operations of the Company from the Financial Year ended 31st March, 2022 to the date of signing of the Director's Report.

23. PARTICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED:

Your Company has not given any loan or guarantee to any person or body corporate nor invested in anybody corporate during the Financial Year under review pursuant to Section 186 of Companies Act, 2013.

24. RISK MANAGEMENT

The Board has formally adopted steps for framing, implementing and monitoring the risk management plan for the Company by way of Risk Management Policy. The Board is very vigilant in working and also have proper internal control systems to minimize the operational and business risk. Company also encourages Whistle Blower system in the company.

25. FORMAL ANNUAL EVALUATION

Your Company has devised a Policy for selection of Directors, determining independence of Directors and for performance evaluation of Independent Directors, Board, Committees and other individual Directors which include criteria for performance evaluation of the non-executive directors and executive directors.

26. DECLARATION WITH THE COMPLIANCE WITH THE CODE OF CONDUCT BY MEMBERS OF THE BOARD AND SENIOR MANAGEMENT PERSONNEL

The Company has complied with the requirements about code of conduct for Board members and Sr. Management Personnel.

27. MECHANISM FOR BOARD EVALUATION

SEBI (LODR) Regulations, 2015 states that the board shall monitor and review the board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. The Schedule IV of the Companies act, 2013 states that the performance evaluation of the independent directors shall be done by the entire Board of Directors, excluding the Director being evaluated.

The Directors evaluation was broadly based on the parameters such as understanding of the Company's vision and objective, skills, knowledge and experience, participation and attendance in Board/ Committee meetings; governance and contribution to strategy; interpersonal skills etc. The Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as evaluation of the working of its Board Committees. A meeting of

the Independent Directors was also held which reviewed the performance of Non-Independent Directors, Chairman and the quality, quantity and time lines of flow of information between the Company management and Board.

28. CORPORATE GOVERNANCE

Since the Company has listed its securities on SME platform of BSE Limited during the year under review, the provisions of Corporate Governance as specified in regulations of SEBI (LODR) Regulation, 2015 are not applicable to the Company for the financial year ended 31st March 2022.

29. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 (SHWWA):

Your Company is committed to providing a work environment that is professional and mature, free from animosity and one that reinforces the value of integrity that includes respect for the individual. The Company has always believed in providing a safe and harassment free workplace for every individual working in the Company's premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment. All employees are treated with dignity with a view to maintain a work environment free of sexual harassment whether physical, verbal or psychological. The Policy aims to develop a harmonious and productive working environment free from sexual harassment. The Company also ensures all allegations of sexual harassment are investigated and dealt with effectively and appropriately.

30. SECRETARIAL STANDARDS

Your company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except ESOS referred to in this Report
4. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries as the company has no subsidiaries.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

ACKNOWLEDGMENT

The Board of Directors are pleased to place on record their appreciation of the co-operation and support extended by ICICI Bank Limited, various State and Central Government agencies, Stock Exchange and other Agencies. The Board would like to thank the Company's shareholders, Customers, Service providers for the support and the confidence, which they have reposed in its management. The Board also wishes to place on record its highest appreciation of the valuable services rendered by all the employees of the Company.

**For and on behalf of the Board of Directors
For DRA Consultants Limited**

Place: Nagpur	Sd/- Dinesh Rathi (Managing Director)	Sd/- Uma Rathi (Executive Director)
Date: 22nd August, 2022	(DIN: 01516715)	(DIN: 02578611)

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF DRA CONSULTANTS LIMITED.

Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of **DRA CONSULTANTS LIMITED** ("the Company") which comprises the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act 2013, as amended ("The Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under Section 133 of the Act and the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its profit for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, but does not include the Financial Statements and our auditors' report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with relevant rules issued there under.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Section 143(11) of the Companies Act, 2013, we give in the **Annexure "A"** a statement on the matters specified in paragraph 3 & 4 of the said Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules issued there under;
 - e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) Provisions with respect to reporting of internal financial controls over financial reporting of the Company and the operating effectiveness of such controls are applicable to Company as per Notification issued by MCA under Companies Act, 2013 which specified in **Annexure "B"** of the Audit Report.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 1. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 24 to the Financial Statements;
 2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 3. No amount was required to be transferred to the Investor Education and Protection Fund by the Company.
 4. a] The Management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been advanced or loaned or

invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b] The Management has represented, that, to the best of it’s knowledge and belief, as disclosed in the notes to accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c] Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to my notice that has caused me to believe that the representations under sub clause(i) and (ii) of Rule 11(e), as provided under g (iv) (a) and (b) above, contain any material misstatement

5. No dividend has been declared by the company.

PLACE: NAGPUR

DATED: 30.05.2022

UDIN: 22100187AJXLNW6269

**FOR K N D & ASSOCIATES
CHARTERED ACCOUNTANTS
F.R.No. 112180W**

**(KAILAS KEJGIR)
PARTNER
M. NO. 100187**

ANNEXURE "A" TO INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- i. In respect of the Company's fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) All the fixed assets have been physically verified by the management at reasonable intervals, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given by the management, the records examined by us and based on the examination of the conveyance deeds provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.
According to the information and explanations given by the management, the
 - (d) company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
No such proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
 - (e) Act, 1988 (45 of 1988) and rules made thereunder.
- ii. The company does not hold any inventory and as such provisions of (ii) are not applicable.
- iii. The company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
- iv. In our opinion and according to information and explanation provided to us, the Company has not granted loans to the parties in compliance with the provisions of sections 185 & 186 of the Companies Act, 2013.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 of the Companies Act 2013 and the rules framed there under to the extent notified.
- vi. The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the activities of the company and accordingly paragraph 3 (vi) of the order is not applicable.
- vii. In respect of statutory dues:
 - (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues as applicable with the appropriate authorities. There are no arrears of outstanding statutory dues as at the last day of the financial year, for a period of more than 6 months from the date they became payable.
 - (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, wealth-tax on account of any dispute.
- viii. There were no transactions which were not recorded in the books of account and as such question of surrender or disclosure as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) does not arise.

- ix. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of dues to any financial institution, bank and government.
- x. a. The company has not raised any amount by way initial public offer or further Public offer. The company has not taken term loan during the year.
- b. According to the information and explanations provided to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xi. a) No fraud has been noticed or reported by the company or any fraud on the Company by its officers or employees during the year.
- b) In view of clause XI (a) report under sub-section (12) of section 143 of the Companies Act was not required to be filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
- c) No whistle-blower complaint was received during the year by the company.
- xii. In our opinion, the Company is not a Nidhi Company, therefore, the provisions of clause 3(xii) of the Order are not applicable.
- xiii. According to the information and explanations provided by the management, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards.
- xiv. In view of provisions of section 138 of the Companies Act, 2013 r.w. rule 13, the company is not required to have an internal audit system.
- xv. The company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of the Act.
- xvi. a) According to the information and explanations provided to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company,
- b) The company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
- c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India
- d) The Group has no CIC as part of the Group.
- xvii. The company has not incurred cash losses in any financial year
- xviii. There has been no resignation of the statutory auditors during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the

date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

However, this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.”

- xx. The provisions of section 135 of Companies Act, 2013 are not applicable.
- xxi. The company does not have it's holding or subsidiary company and as such no consolidated financial statements are required to be prepared, hence provisions of this clause as regards qualifications or adverse remarks do not arise.

PLACE: NAGPUR

DATED: 30.05.2022

UDIN : 22100187AJXLNW6269

**FOR K N D & ASSOCIATES
CHARTERED ACCOUNTANTS
F.R.No. 112180W**

**-sd-
(KAILAS KEJGIR) PARTNER
M. NO. 100187**

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF DRA CONSULTANTS LIMITED.

TO THE MEMBERS OF DRA Consultants Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of DRA CONSULTANTS LIMITED as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles,

and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on, "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

PLACE: NAGPUR

DATED: 30.05.2022

UDIN: 22100187AJXLNW6269

**FOR K N D & ASSOCIATES
CHARTERED ACCOUNTANTS
F.R.No. 112180W**

**-sd-
(KAILAS KEJGIR) PARTNER
M. NO. 100187**

DRA CONSULTANTS LIMITED
Balance Sheet as at 31st March, 2022

In Thousands

Sr. No.	Particulars	Note	As At 31st March, 2022	As At 31st March, 2021
	EQUITY AND LIABILITIES			
1	Shareholder's funds			
	(a) Share Capital	1	109700.00	109700.00
	(b) Reserves and surplus	2	150446.08	133926.87
2	Share Application Money Pending Allotment		0.00	0.00
3	Non-current liabilities			
	(a) Long-term borrowings		0.00	0.00
	(b) Other Long-Term Liabilities		0.00	0.00
	(c) Long-term provisions		0.00	0.00
4	Current liabilities			
	(a) Short-term borrowings	3	0.00	0.00
	(b) Trade payables	4	23146.18	31930.30
	(c) Other current liabilities	5	4434.92	3999.88
	(d) Short-term provisions	6	36480.51	30634.46
	TOTAL		324207.70	310191.51
	ASSETS			
1	Non-current assets			
	(a) Property, Plant And Equipment & Intangible Assets			
	(i) Property, Plant And Equipment	7	72375.19	74937.85
	(ii) Intangible Assets		0.00	0.00
	(iii) Capital WIP		0.00	0.00
	(iv) Tangible assets under development		0.00	0.00
	(b) Non-current investments	8	88552.04	81365.79
	(c) Deferred Tax Asset (net)		(387.9)	116.80
	(d) Long-term loans and advances	9	11773.63	12565.41
	(e) Other Non Current Assets	10	0.00	0.00
	TOTAL (1)		172312.94	168985.86
2	Current assets			
	(a) Current investments	11	0.00	0.00
	(b) Inventories		0.00	0.00
	(c) Trade receivables	12	81449.27	71810.92
	(d) Cash and cash equivalents	13	5524.80	18770.00
	(e) Short-term loans and advances	14	54953.50	42999.32
	(f) Other Current Assets	15	9967.20	7625.41
	TOTAL (2)		151894.76	141205.65
	TOTAL (1+2)		324207.70	310191.51
	Significant Accounting Policies	1 to		
	Notes on Financial Statements	25		

On Behalf of the Board

**AS PER OUR REPORT OF EVEN DATE
ATTACHED**

-Sd-
Dinesh Rathi
Managing Director
DIN: 01516715

-Sd-
Uma Rathi
Director
DIN: 02578611

For K N D & ASSOCIATES
Chartered Accountants
F.R.N.: 112180W

-Sd-
Ravindra Gaikwad
Chief Financial Officer
Date: 30.05.2022

-Sd-
Ankita Daga
Company Secretary
Place: Nagpur

-Sd-
[Kailas Kejgir]
Partner
Mem. No.: 100187
UDIN:22100187AJXLNW6269

DRA CONSULTANTS LIMITED
Statement of Profit and Loss for the Year Ended 31st March, 2022

In Thousands

Sr. No.	Particulars	Note	For the Year Ended 31st March, 2022	For the Year Ended 31st March, 2021
I.	Revenue			
	Revenue from operations	16	151285.20	151443.33
II.	Other income	17	4707.95	6534.74
III.	Total Income (I +II)		155993.15	157978.07
IV.	Expenses			
	Cost of materials consumed		0.00	0.00
	Purchases of Stock-in-Trade		0.00	0.00
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade		0.00	0.00
	Employee benefits expense	18	51623.10	42858.57
	Finance costs	19	1222.68	1574.55
	Depreciation & amortisation Expense	-	6926.34	4596.71
	Other Expenses	20	73471.50	85589.91
	Total expenses		133243.62	134619.74
V.	Profit before exceptional and extraordinary items and tax (III-IV)		22749.53	23358.33
VI.	Exceptional items		0.00	0.00
VII.	Profit before extraordinary items and tax (V - VI)		22749.53	23358.33
VIII.	Extraordinary items		0.00	0.00
IX.	Profit before tax (VII-VIII)		22749.53	23358.33
X.	Income for earlier Year		0.00	0.00
XI.	Tax expense:			
	(1) Current tax		5725.60	5878.82
	(2) Deferred tax Asset / (Liability)		504.72	1332.58
	(3) Income tax for earlier year		0.00	0.00
XII.	Profit After Tax from continuing operations		16519.21	16146.92
XIII.	Earning per equity Share: (1) Basic & Diluted in Rs.		1.51	1.47
	Significant Accounting Policies Notes on Financial Statements	1 to 25		

On Behalf of the Board

AS PER OUR REPORT OF EVEN DATE ATTACHED

-Sd-
Dinesh Rathi
Managing Director
DIN: 01516715

-Sd-
Uma Rathi
Director
DIN: 02578611

For K N D & ASSOCIATES
Chartered Accountants
F.R.N.: 112180W

-Sd-
Ravindra Gaikwad
Chief Financial Officer
Date: 30.05.2022

-Sd-
Ankita Daga
Company Secretary
Place: Nagpur

-Sd-
[Kailas Kejgir]
Partner
Mem. No.: 100187
UDIN: 22100187AJXLNW6269

DRA CONSULTANTS LIMITED, NAGPUR

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

In
Thousands

Particulars	2022		2021	
	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)
<u>A. CASH FLOW FROM OPERATING ACTIVITIES:</u>	-	-		
Profit Before Tax		22749.53		23358.33
ADD: Depreciation	6926.34		4596.71	
Finance Cost	1222.68		1574.55	
Income from Earlier Year	0.00	8149.02	0.00	6171.26
LESS: Profit on Sale of Investment	1515.37		656.31	
Provision for tax write off	0.00		0.00	
Rent from Property			0.00	
Interest and dividend Income from Investments	3076.49	4591.85	4653.29	5309.60
Operating Profit Before Working Capital changes		26306.70		24219.99
ADD: Increase in Trade payables	0.00		14801.13	
Increase In Other Current Liabilities	435.04		0.00	
Decrease in in short term loans and advances	0.00		23086.25	
Decrease in Trade Receivable	0.00		80.71	
Increase in Short Term Provisions	5846.06	6281.10	0.00	37968.09
LESS: Increase in Trade Receivables	9638.35		0.00	
Decrease in Short Term Borrowings	0.00		0.00	
Increase in Short term loans and advances	11954.17		0.00	
Increase in Other current Assets	2341.79		0.00	
Increase in Current Investments	0.00		0.00	
Decrease in Trade payables	8784.12		0.00	
Decrease in Short Term Provisions	0.00	32718.44	6263.72	6263.72
CASH FROM OPERATIONS		(130.63)		55924.36
LESS: Direct Tax Paid		6230.32		7211.41
<u>NET TOTAL (A)</u>		<u>(6360.95)</u>		<u>48712.95</u>
<u>B. CASH FLOW FROM INVESTING ACTIVITIES:</u>				
ADD: Change in Fixed Assets	(4363.67)		(70091.47)	
Change in Long Term Investments	(7186.24)		29766.14	
Rental Income	0.00		0.00	
Profit On Sale of Investment	1515.37		656.31	
Interest and Dividend Income from	3076.49	(6958.06)	4653.29	(35015.72)

Investments				
LESS: Increase in Long Term Loans & Advances	(791.78)		3790.26	0.00
Increase in Other Non- Current Assets	(504.72)	(1296.50)	(2992.61)	797.65
NET TOTAL (B)		(5661.56)		(35813.38)
C. CASH FLOW FROM FINANCING ACTIVITIES :				
ADD: Share Application money	0.00	0.00	0.00	0.00
LESS: Repayment of Borrowing	0.00		97.18	
Interest on borrowings	1222.68		1574.55	
Dividend Paid	0.00	1222.68	0.00	1671.73
NET TOTAL (C)		(1222.68)		(1671.73)
Increase And Decrease in Cash And Cash Equivalents (A+B+C)		(13245.20)		11227.84
Cash (and cash equivalents) at beginning of the year		18770.00		7542.16
Cash (and cash equivalents) at end of the year		5524.80		18770.00

On Behalf of the Board

AS PER OUR REPORT OF EVEN DATE ATTACHED

-Sd-
Dinesh Rathi
Managing Director
DIN: 01516715

-Sd-
Uma Rathi
Director
DIN: 02578611

For K N D & ASSOCIATES
Chartered Accountants

F.R.N. : 112180W

-Sd-
Ravindra Gaikwad
Chief Financial Officer
Date: 30.05.2022

-Sd-
Ankita Daga
Company Secretary
Place: Nagpur

-Sd-
[Kailas Kejgir]
Partner
Mem. No.: 100187
UDIN: 22100187AJXLNW6269

DRA CONSULTANTS LIMITED

SIGNIFICANT ACCOUNTING POLICIES:

a) ICDS-I Accounting Policies:

Financial statements are prepared under historical cost convention on accrual basis in accordance with the requirements of the generally accepted accounting principles in India and the provisions of the Companies Act, 2013

b) ICDS-IV-Revenue Recognition:

In compliance with the provisions of ICDS-IV, revenue is recognized on completion of professional contracts or on realization of the same in part to that extent as per terms and condition of professional contract.

c) ICDS-V Fixed Assets: -

In compliance with the provisions of ICDS-V, Fixed Assets are stated at cost net of Goods & Service Tax and includes amounts added on revaluation, less accumulated depreciation and impairment loss, if any.

Depreciation has been provided on W.D.V. basis at the rate prescribed under the schedule II of the Companies Act, 2013.

d) Retirement Benefits to Employees:

(i) Provident Fund.

Contribution is made monthly at the prescribed rate to the appropriate authority and accounted for on accrual basis

(ii) Gratuity.

No provision for gratuity is made

(iii) Leave Encashment.

No provision for Leave Encashment is made.

Liability is accounted for on actual payment basis.

e) Provision for Current and Deferred Tax :

Current tax is determined as the amount of tax payable in respect of taxable income for the period. Deferred tax is recognized, subject to the consideration of prudence in respect of deferred tax assets, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

f) Investments: -

i) Non-current Investments are stated at cost.

ii) No Provision has been made for diminution in value of investment in shares.

g) ICDS-IX Borrowing Costs:-

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowings costs are charged to profit and loss statements.

h) ICDS-X Provisions, Contingent Liabilities and contingent Assets: -

Provisions involving substantial degree of estimation in measurement are recognized when there is present obligation as result of past events and it is probable that there will

be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

- i) Provisions related to ICDS-II valuation of inventories, ICDS-III Construction contracts, ICDS-VI Foreign Currency transaction, ICDS-VII Government Grants, ICDS-VIII Securities are not applicable.
- j) Previous year figures have been regrouped/ recast wherever necessary.
- k) Other accounting policies are in accordance with generally accepted accounting practices.

On Behalf of the Board

**AS PER OUR REPORT OF EVEN DATE ATTACHED
FOR K N D & ASSOCIATES
CHARTERED ACCOUNTANTS
F.R.No. 112180W**

**Dinesh Rathi
Managing Director
DIN: 01516715**

**Uma Rathi
Director
DIN: 02578611**

**Ravindra Gaikwad
Chief Financial Officer
Place: Nagpur
Date: 30.05.2022
UDIN: 22100187AJXLNW6269**

**Ankita Daga
Company Secretary**

**(KAILAS KEJGIR)
PARTNER
M. NO. 100187**

DRA CONSULTANTS LIMITED

Notes on Financial Statements for the Year ended 31st March, 2022

Note1 Share Capital

In Thousands			
Sr. no.	Particulars	As at 31 March ,2022	As at 31st March ,2021
1	Authorised Share Capital 12000000 Equity Shares of Rs.10/- Each	120000.00	120000.00
2	Issued, Subscribed and Paid-Up Share Capital 10970000 Equity Shares of Rs.10 /- Each fully Paid up	109700.00	109700.00
TOTAL		109700.00	109700.00

1(A) Reconciliation of the Equity Shares outstanding at the beginning and at the end of the reporting period

In Thousands					
Sr. no.	Particulars	As At 31st March, 2022		As At 31st March, 2021	
		No. of Shares	Amount	No. of Shares	Amount
1	Equity Shares outstanding at the beginning of the year	10970000.00	109700.00	10970000.00	109700.00
2	ADD: New Shares issued during the year	0.00	0.00	0.00	0.00
3	LESS: Shares bought back during the year	0.00	0.00	0.00	0.00
4	Equity Shares outstanding at the end of the year	10970000	109700.00	10970000	109700.00

1 (B) Details of shareholders holding more than 5 percent Equity Shares in the company.

S. No.	Name of the shareholder	As At 31st March, 2022		As At 31st March, 2021	
		No. of shares	% of holding	No. of shares	% of holding
1	Dinesh Chhaganlal Rathi	7929900	72.29%	7929900	72.29%

1 (C) Details of shares held by promoters

Shares held by promoters at the end of the year					
Sr no.	Promoter Name	No. of Shares	Class of Shares	% of total shares	% Change during the year
1	Dinesh Rathi	7929900.00	Equity shares of Rs. 10 each	72.29%	Nil
2	Uma Rathi	80095.00	Equity shares of Rs. 10 each	0.73%	Nil

Note 2: Reserves & Surplus

In Thousands

Sr. no.	Particulars	As at 31st March, 2022	As at 31st March, 2021
1	Securities Premium Reserve	0.00	0.00
2	<u>General Reserve</u>		
	As per last Balance Sheet	0.00	0.00
	Less: Issue of Bonus Shares		
	Add: Transfer from Profit and Loss Account	0.00	-
	Total (a)	0.00	0.00
3	<u>Profit and Loss account</u>		
	As per last Balance Sheet	133926.87	117779.95
	Add: Profit for the year	16519.21	16146.92
	Less: Appropriations		
	Transfer to General Reserve	0.00	0.00
	Total (b)	150446.08	133926.87
	TOTAL (a)+(b)	150446.08	133926.87

Note 3: Short Term Borrowings

In Thousands

Sr. no.	Particulars	As at 31st March, 2022	As at 31st March, 2021
		0.00	0.00
	TOTAL	0.00	0.00

Note 4: Trade Payable

In Thousands

Sr. no.	Particulars	As at 31st March, 2022	As at 31st March, 2021
	Sundry Creditors	23146.18	31930.30
	TOTAL...	23146.18	31930.30

Note 4.1: Trade Payable Aging Schedule

In Thousands

S No.	Particulars	Less than 1 year	1- 2 Years	2 - 3 Years	Above 3 Years	Total
1	MSME	0.00	0.00	0.00	0.00	0.00
2	Others	17656.18	5490.00	0.00	0.00	23146.18
3	Disputed -MSME	0.00	0.00	0.00	0.00	0.00
4	Disputed - Others	0.00	0.00	0.00	0.00	0.00
		17656.18	5490.00	0.00	0.00	23146.18

Note: The Company has not received any information from creditors regarding their status under Micro, small and Medium Enterprises Development Act 2006 and hence disclosure relating to amount unpaid at the end of the year under this act has not been given. There were no claims for interest on delayed payments

Note 5: Other current liabilities

In Thousands

S.no	Particulars	As at 31st March, 2022	As at 31st March, 2021
1	<u>Details of Other Liabilities</u>		
	Salary expenses Payable	4259.37	3866.13
	Profession Tax Payable	56.98	22.50
	Provident Fund Payable	100.86	95.09
	ESIC Expenses Payable	17.72	16.17
	TOTAL	4434.92	3999.88

Note 6: Short Term Provisions

In Thousands

S.no	Particulars	As at 31st March, 2022	As at 31st March, 2021
1	Provision For Taxation		
	Opening Balance	30200.04	30200.04
	During the year AY 2022-23	5725.60	0.00
2	Income Tax Deducted at Source Payable	554.88	434.42
	TOTAL	36480.51	30634.46

Note 7 ; PROPERTY, PLANT & EQUIPMENT AS AT 31ST MARCH 2022

In Thousands

Sr. No.	P A R T I C U L A R S	GROSS BLOCK				DEPRECIATION			NET BLOCK		
		BALANCE AS ON 01-04-2021	ADDITION DURING THE YEAR	SALE/TRF. DURING THE YEAR	BALANCE AS ON 31/03/2022	UP TO 01-04-2021	DURING THE YEAR	ADJUSTMENT ON SALE/TRF.	TOTAL	BALANCE AS ON 31-03-2022	CLOSING BALANCE 31-03-2021
A	Property, Plant And Equipments										
1	OFFICE BUILDING	68970.60	0.00	0.00	68970.60	975.51	3311.36	0.00	4286.87	64683.73	67995.09
2	COMPUTER										
	a. Computer	8208.38	631.04	0.00	8839.42	7667.51	560.38	0.00	8227.89	611.53	540.87
	b. mobile	111.00	9.50	0.00	20.50	2.91	7.98	0.00	10.90	9.60	8.09
	c. Printer	65.96	0.00	0.00	65.96	18.95	12.94	0.00	31.89	34.07	47.01
	d. Software	8156.52	1180.00	0.00	9336.52	6737.16	1324.27	0.00	8061.43	1275.10	1419.37
3	OFFICE EQUIPMENTS										
	a. Office Equipments	5698.34	17.99	0.00	5716.33	5183.33	234.31	0.00	5417.64	298.69	515.01
	b. Air Conditioner	1734.76	917.51	0.00	2652.27	1555.67	208.89	0.00	1764.56	887.72	179.09
	c. Refrigerator	20.00	0.00	0.00	20.00	14.07	2.67	0.00	16.74	3.26	5.93
	d. Xerox Machine	102.94	0.00	0.00	102.94	100.20	1.23	0.00	101.43	1.50	2.73
4	ELECT. INSTALLATION										
	a. Bicycle	81.92	0.00	0.00	81.92	37.92	11.39	0.00	49.31	32.61	44.00
	b. Site Equipment	6421.14	0.00	0.00	6421.14	4664.22	454.87	0.00	5119.09	1302.06	1756.92
	c. Generator	932.78	0.00	0.00	932.78	616.61	57.23	0.00	673.84	258.94	316.17
	d. Cooler	84.21	0.00	0.00	84.21	71.03	3.73	0.00	74.76	9.44	13.18
	e. Solar Equipment	346.45	0.00	0.00	346.45	153.11	34.99	0.00	188.11	158.34	193.34
	f. Plotter	136.02	0.00	0.00	136.02	54.51	14.75	0.00	69.26	66.75	81.51
5	VEHICLES										
	a. Car	5760.40	1389.17	0.00	7149.57	4060.86	641.32	0.00	4702.18	2447.38	1699.53
6	FURNITURE										
	a. Furniture & Fixtures	1667.67	218.46	0.00	1886.13	1547.66	44.01	0.00	1591.67	294.46	1200.1
	(A)	108399.09	4363.67	0.00	112762.76	33461.23	6926.34	0.00	40387.57	72375.19	74937.85
B	CAPITAL WIP	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
C	Other Intangible Assets										
I	COMPUTER SOFTWARE	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total (A+B+C)	108399.09	4363.67	0.00	112762.76	33461.23	6926.34	0.00	40387.57	72375.19	74937.85
	Previous Year	38307.62	70091466.00	0.00	108399.09	28864.53	4596.71	0.00	33461.23	74937.85	9443.10

Note 8: Non-Current Investments

In Thousands

Sr. no.	Particulars	As at 31st March, 2022	As at 31st March, 2021
1	FDR with Banks	63063.06	53224.14
2	Mutual Fund	25488.97	28066.65
3	Others in Demat A/c.	0.00	75.00
Note:	Aggregate amount of Quoted Investments - Nil		
	Aggregate amount of Unquoted Investments- Rs.		
	TOTAL	88552.04	81365.79

Note 9 Long Term Loans & Advances

In Thousands

Sr. no.	Particulars	As at 31st March, 2022	As at 31st March, 2021
1	Security Deposits		
	EMD	8784.58	9576.36
	Security Deposit (MSEDCL)	5.97	5.97
	BSE Deposit	296.00	296.00
	Rent Deposit	2452.00	2452.00
	VAT Deposit	25.00	25.00
	Security Deposit (PCMC Project)	28.15	28.15
	Security Deposit (Indore)	80.00	80.00
	Security Deposit (Stem)	101.93	101.93
	TOTAL	11773.63	12565.41

Note 10 Other Non-Current Assets

In Thousands

Sr. no.	Particulars	As at 31st March, 2022	As at 31st March, 2021
		0.00	0.00
	TOTAL	0.00	0.00

Note 11 Current Investment

In Thousands

Sr. no.	Particulars	As at 31st March, 2022	As at 31st March, 2021
		0.00	0.00
	TOTAL	0.00	0.00

Note 12 Trade Receivables

In Thousands

Sr. no.	Particulars	As at 31st March, 2022	As at 31st March, 2021
1	Sundry Debtors		
	(a) Outstanding for more than 6 months	41873.55	71810.92
	(b) Others	39575.71	0.00
	TOTAL	81449.27	71810.92

Note 12.1 Trade Receivables Aging Schedule

In
Thousands

Sr. no.	Particulars	Less than 6 Months	6 Months - 1 Year	1- 2 Years	2 - 3 Years	Above 3 Years	Total
1	Undisputed Trade Receivables- Considered Good	39575.71	0.00	0.00	0.00	41873.55	81449.27
2	Undisputed Trade Receivables- Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00
3	Disputed Trade Receivables- Considered Good	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed Trade Receivables- Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00
		39575.71	0.00	0.00	0.00	41873.55	81449.27

Note 13 Cash and Cash equivalents

In Thousands

Sr. no.	Particulars	As at 31st March, 2022	As at 31st March, 2021
1	Cash in hand	398.22	26.59
2	Balances With Bank	5126.58	18743.41
3	Fixed Deposits with Banks	0.00	0.00
	TOTAL	5524.80	18770.00

Note 14 Short Term Loans & Advances

In Thousands

Sr. no.	Particulars	As at 31st March, 2022	As at 31st March, 2021
1	Prepaid expenses (TDS u/s 194 J)	2.28	0.00
2	Salary Advance	30.00	7.00
3	TCS	43.20	32.16
4	TDS	3878.64	3878.64
5	TDS A.Y. 2019-20	20370.20	20370.20
6	TDS A.Y. 2020-21	7318.30	7318.30
7	TDS A.Y. 2021-22	11393.02	11393.02
8	TDS A.Y. 2022-23	11917.85	0.00
	TOTAL	54953.50	42999.32

Note 15 Other Current Assets

In Thousands

Sr. no.	Particulars	As at 31st March, 2022	As at 31st March, 2021
1	Accrued interest on fixed deposits	9967.20	7625.41
	TOTAL	9967.20	7625.41

Note 16 Revenue from Operations

In Thousands

Sr. no.	Particulars	For the Year Ended 31st March, 2022	For the Year Ended 31st March, 2021
---------	-------------	-------------------------------------	-------------------------------------

1	Professional Receipts	151285.20	151443.33
	TOTAL	151285.20	151443.33

Note 17 Other Income

In Thousands

Sr. no.	Particulars	For the Year Ended 31st March, 2022	For the Year Ended 31st March, 2021
1	Interest		
	Interest Received on FDR	3070.58	4653.29
	Interest Received on Bank account	10.10	7.14
2	Net Gain on Sale of Investments		
	Profit on Redemption of Mutual Fund	1515.37	656.31
3	Other Non-Operating Income		
	Dividend	5.91	0.00
	Misc. Receipts	106.00	429.00
	Security Deposits	0.00	789.00
	TOTAL	4707.95	6534.74

Note 18 Employee benefit expenses

In Thousands

Sr. no.	Particulars	For the Year Ended 31st March, 2022	For the Year Ended 31st March, 2021
1	Salary and wages	49490.50	41873.01
2	Contribution to P.F. and Other Funds	1408.41	927.56
3	Staff welfare	724.19	58.00
	TOTAL	51623.10	42858.57

Note 19 Finance Costs

In Thousands

Sr. no.	Particulars	For the Year Ended 31st March, 2022	For the Year Ended 31st March, 2021
1	Bank Interest & Charges	351.88	137.93
2	Loan Processing fees	413.00	413.00
3	Bank Guarantee charges	428.80	1005.94
4	Interest On OD	29.01	17.69
	TOTAL	1222.68	1574.55

Note 20 Other Expenses

In Thousands

Sr. no.	Particulars	For the Year Ended 31st March, 2022	For the Year Ended 31st March, 2021
1	Office exp	1431.80	761.37
2	Stationary & printing exp	938.47	662.24
3	Postage & telegram exp	44.19	35.67
4	Telephone exp	362.58	384.74
5	Travelling & conveyance	5027.57	4009.30
6	Deduction By Clients	5025.72	6757.64
7	Legal fees	91.38	131.43

8	Professional Charges	15835.02	16998.00
9	Payment to Sub-Contractor	23966.84	28345.13
10	Site Expenses	6236.80	5897.52
11	GST & Cess	894.33	1797.60
12	Tender exp	278.81	313.91
13	Insurance exp	1267.57	879.21
14	Rent Rates & taxes	4846.48	7262.00
15	Repairs & maintenance	1729.01	1260.20
16	Electricity charges	252.62	136.75
17	Event & seminar exp	931.06	3490.41
18	Advertisement exp	11.42	14.61
19	Interest Expenses on TDS	16.81	32.29
20	Interest Expenses on Vehicle Loan	0.00	0.68
21	Membership & Subscription	29.55	70.00
22	Preliminary Expenses W/o	0.00	1660.02
23	Donation	11.00	62.00
24	Payment to Auditors (Note No.21)	170.00	170.00
25	Accounts Written Off	1927.50	2733.19
26	Payment to Directors: Remuneration and others Expenses	2144.97	1724.00
	TOTAL	73471.50	85589.91

Note 21 Payment to Auditors

In Thousands

Sr. no.	Particulars	For the Year Ended 31st March, 2022	For the Year Ended 31st March, 2021
1	Details of payment to Auditors		
	Audit fees	170.00	170.00
	Other Service Charges	0.00	0.00
	TOTAL	170.00	170.00

Note 22 Earning per Share (EPS)

In Thousands

Sr. no.	Particulars	For the Year Ended 31st March, 2022	For the Year Ended 31st March, 2021
1	Net Profit for calculation of basic EPS	16519.21	16146.92
2	Weighted average number of equity shares in calculating Basic EPS	10970000	10970000
3	Earnings per share (EPS)		
	Basic & Diluted	1.51	1.47
4	Face value per Equity Share	10.00	10.00

Note 23: Related Party disclosure:

As per As-18 issued by the Institute of Chartered Accountants of India.

In Thousands

Sr. No.	NATURAL OF TRANSATIONS	31st March, 2022		31st March, 2021	
01	PAYMENTS				
1	Dinesh Rathi				
	Remuneration	360.00		1129.00	
	Rent	0.00	-	1350.00	-
	Purchase of Property	0.00	360.00	65000.00	67479.00
2	Uma Rathi				
	Remuneration	1080.00	1080.00	520.00	520.00
3	DRA CADD Technologies				
	Payment & Advance to Sub Contractors	18515.50	18515.50	18000.00	18000.00
4	Dinesh Rathi & Associates				
	Professional Payment	450.00	450.00	450.00	450.00
5	Aditya Rathi				
	Tour Expenses	49.05		0.00	
	Remuneration	150.00	199.05	0.00	0.00
6	Siddhi Rathi				
	Training Exp	0.00		3482.41	
	Remuneration	0.00	0.00	75.00	3557.41

Note 24: Contingent Liabilities

Sr. No.	Particulars	As At 31st March, 2022	As At 31st March, 2021
1	Contingent Liabilities in respect of claims made against insurance companies and the company by policy holders. Amount Indeterminate	-	-

Note 25: Additional Regulatory Information-

- 1 All the immovable properties are held in the name of company.
- 2 Company has not revalued any of its property.
- 3 Loans and Advances to related parties-

Type of borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total loans and advances in the nature of loans
	-	-
	-	-
	-	-
	0.00	0.00

- 4 Capital WIP- Nil

- 5 Company does not have any intangible assets under development.
- 6 Benami Property held- Nil
- 7 Company does not have any borrowings from banks and financial institutions on the basis of security of current assets.
- 8 **Wilful Defaulter**
The company is not declared as a wilful defaulter by any Bank or Financial Institution or other lender.

9 **Relationship With Struck off Companies**

None of the company with whom company has any transaction, has been strucked off.

10 There are no charges registered in the name of company at ROC

11 The company has no subsidiary.

12 **Financial Ratios**

Particulars	31.03.2022	31.03.2021
12.1 Current Ratio	2.37	2.12
12.2 Debt Equity Ratio	0.00	0.00
12.3 Debt Service Coverage Ratio	N.A.	N.A.
12.4 Net Profit Ratio	10.92	10.66
12.5 Inventory Turnover Ratio	N. A	N. A
12.6 Return on Equity Ratio	0.06	0.07
12.7 Trade Receivable Turnover Ratio	1.86	2.11
12.8 Trade Payable Turnover Ratio	6.54	4.74
12.9 Net Capital Turnover Ratio	1.72	2.03
12.10 Return on Capital Employed	0.09	0.10
12.11 Return on investment	0.05	0.05

13 There is no scheme of arrangement approved in the case of company by the competent authority in terms of sec 230 to 237 of the Companies Act, 2013.

14 The company has not advanced or loaned or invested funds nor received funds with the understanding that the same shall be lent / received to/from any other entity.

ANNEXURE INDEX

Annexure Number	Details of annexure
I	FORM AOC 2 RELATED PARTY TRANSACTIONS
II	ANNUAL RETURN EXTRACTS IN MGT 9
III	PARTICULARS OF EMPLOYEES
IV	SECRETARIAL AUDIT REPORT
V	DETAILS OF CONVERSION OF ENERGY

“ANNEXURE - I”

FORM AOC - 2

Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm’s length transactions thereto:

1. List of related parties and description of relationship:

Sr. No.	Description of relationship	Names of related parties
1	Associate Concern	DRA CADD Technologies
		Dinesh Rathi & Associates
2	Key Management Personnel	Dinesh Rathi
		Uma Dinesh Rathi
		Siddhi Rathi
		Aditya Rathi

2. Transactions made during the year with the related parties:

a. Associate concerns

During the year under consideration, the details of transactions with the associate concern are as below;

Sr. No.	Name of the Key Management Personnel	Nature of Transaction	Amount (in Rs.)
1.	DRA CADD Technologies	Payment & Advance to Sub Contractors	Rs.18515500.00/-
	Dinesh Rathi & Associates	Professional Payment	Rs. 450000.00/-

B. Key Management Personnel

Sr. No.	Name of the Key Management Personnel	Nature of Transaction	Amount (in Rs.)
1.	Dinesh Rathi	Remuneration	Rs. 360000.00/-
2.	Uma Rathi	Remuneration	Rs. 1080000.00/-
3.	Aditya Rathi	Remuneration	Rs. 150000.00/-
		Travelling Expenses	Rs. 49053.00/-

**For and on behalf of the Board of Directors
For DRA Consultants Limited**

Sd/-
Dinesh Rathi
(Managing Director)
(DIN: 01516715)

Sd/-
Uma Rathi
(Executive Director)
(DIN: 02578611)

Place: Nagpur
Date: 22nd August, 2022

Annexure II MGT 9

**ANNEXURE-II
FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31.03.2022**
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) **CIN** L93090MH2009PLC192183
- ii) **Registration Date** 5/5/2009
- iii) **Name of the Company** DRA CONSULTANTS LIMITED
- iv) **Category / Sub-Category of the Company** Company- Limited by Shares & having Share Capital
- v) **Address of the Registered office and contact details** PLOT NO. 58, INGOLE NAGAR, WARDHA ROAD, NAGPUR MH 440005
IN
Tel. No. 0712-3027575, Fax: 0712-3027527 E-mail:
investors@dra.net.in
- vi) **Whether listed company Yes / No** Yes: Shares listed on BSE SME Platform
- vii) **Name, Address and Contact details of Registrar and Transfer Agent, if any** **BIGSHARES SERVICES PRIVATE LIMITED**
Add:E2,ansa Industrial Estate, Sakivihar Road,Sakinaka, Andheri (E),
Mumbai-400072. Tel.: 022 4043 0200 Fax:022 2847 5207

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main Products/Services	NIC Code of the Product/ Service	% to Total Turnover of the Company
1	Management Consultancy Services	70200	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES – NIL

Sr. No.	Name and Address of the Company	CIN/GL N	Holding/Subsidiary/Associate	% of Shares Held	Applicable Section
None					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders		No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	Promotors									
1	Indian									
a)	Individual/Huf	8009998	0	8009998	73.0173	8009998	0	8009998	73.0173	0.00
b)	Central Govt.	0	0	0	0	0	0	0	0	0.00
c)	State Govt.(s)	0	0	0	0	0	0	0	0	0.00
d)	Bodies Corp.	0	0	0	0	0	0	0	0	0.00
e)	Banks/F.I.	0	0	0	0	0	0	0	0	0.00
f)	Any Others	0	0	0	0	0	0	0	0	0.00
	Sub-Total (A) (1):-	8009998	0	8009998	73.0173	8009998	0	8009998	73.0173	0.00
2	Foreign									
a)	NRIs- Individuals	0	0	0	0	0	0	0	0	0.00
b)	Other- Individuals	0	0	0	0	0	0	0	0	0.00
c)	Bodies Corp.	0	0	0	0	0	0	0	0	0.00
d)	Banks/F.I.	0	0	0	0	0	0	0	0	0.00
e)	Any Others	0	0	0	0	0	0	0	0	0.00
	Sub-Total (A) (2):-	0	0	0	0	0	0	0	0	0.00
Total Shareholding of Promotor (A)=(A)(1)+(B)(2)		8009998	0	8009998	73.0173	8009998	0	8009998	73.02	0.00
B.	Public Shareholding									
1	Institutions									
a)	Mutual Funds	0	0	0	0	0	0	0	0	0.00
b)	Banks/F.I.	0	0	0	0	0	0	0	0	0.00
c)	Central Govt.	0	0	0	0	0	0	0	0	0.00
d)	State Govt.(s)	0	0	0	0	0	0	0	0	0.00
e)	Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
f)	Insurance Companies	0	0	0	0	0	0	0	0	0.00
g)	FIs	0	0	0	0	0	0	0	0	0.00
h)	Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
i)	Others (Specify)	0	0	0	0	0	0	0	0	0.00
	Sub-Total (B)(1):-	0	0	0	0	0	0	0	0	0.00
2	Non-Institutions	0	0	0	0	0	0	0	0	0.00
a)	Bodies Corp.									
i)	Indian	212500	0	212500	1.94	112500	0	112500	1.03	-0.91
ii)	Overseas	0	0	0	0	0	0	0	0	0.00
b)	Individuals									
Individual Shareholders holding nominal share capital :										
i)	upto Rs. 2 Lakh	1255001	1	1255002	11.44	1245001	1	1245002	11.35	-0.09
ii)	in excess of Rs. 2 Lakh	1245000	0	1245000	11.35	1285000	0	1285000	11.71	0.36
c)	Others Specify	0	0	0	0.00	0	0	0	0.00	0.00
	HUF	217500	0	217500	1.98	177500	0	177500	1.62	-0.36
	Overseas Corporate	0	0	0	0.00	0	0	0	0.00	0.00
	Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0.00
	Clearing Members	0	0	0	0.00	2500	0	2500	0.02	0.02
	Trusts	0	0	0	0.00	0	0	0	0.00	0.00
	Foreign Bodies - D R	0	0	0	0.00	0	0	0	0.00	0.00
	Non resident Indian Non	30000	0	30000	0.27	137500	0	137500	1.25	1.25
	Sub-Total(B)(2):-	2960001	1	2960002	26.98	2960001	1	2960002	26.98	0.00
	Total Public Shareholding (B)=(B)(1)+(B)(2)	2960001	1	2960002	26.98	2960001	1	2960002	26.98	0.00
C.	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0.00
	Grand Total (A+B+C)	10969999	1	10970000	100.00	10969999	1	10970000	100.00	0.00

(ii) Shareholding of Promoters:

Sr. No.	Shareholder's Name	Share holding at the beginning of the year			Share holding at the end of the year			% Change in share holding during the year
		No. of Shares of Rs. 100/- each	% of total Shares of the Company	% of Shares Pledged/Encumbered to total Shares	No. of Shares of Rs. 10/- each	% of total Shares of the Company	% of Shares Pledged/Encumbered to total Shares	
1	Mr. Dinesh Chhaganlal Rathi	7929900	72.29	0	7929900	72.29	0	0.00
2	Mrs. Uma Dinesh Rathi	80095	0.73	0	80095	0.73	0	0.00
3	Mrs. Ramkali Chhaganlal Rathi	1	0.00	0	1	0.00	0	0
4	Mrs. Tulsibai Bhagwatdas Bhutda	1	0.00	0	1	0.00	0	0
5	Ms. Siddhi Dinesh Rathi	1	0.00	0	1	0.00	0	0
	TOTAL	8009998	73.02	0	8009998	73.02	0	100

(iii) Change in Promoters' Shareholding (please specify, if there is no change) No Change

Sr.No.	Name of the Promoters	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Shares of the Company	No. of Shares	% of Shares of the Company
1	Mr. Dinesh Chhaganlal Rathi				
	At the beginning of the year	7929900	72.29	7929900	72.29
	No allotment/ transfer/ transmission has taken place				
	At the End of the year	7929900	72.29	7929900	72.29
2	Mrs. Uma Dinesh Rathi				
	At the beginning of the year	80095	0.73	80095	0.73
	No allotment/ transfer/ transmission has taken place	0	0	0	0
	At the End of the year	80095	0.73	80095	0.73
3	Mrs. Ramkali Chhaganlal Rathi				
	At the beginning of the year	1	0	1	0
	No allotment/ transfer/ transmission has taken place	0	0	0	0
	At the End of the year	1	0	1	0
4	Mrs. Tulsibai Bhagwatdas Bhutda				
	At the beginning of the year	1	0	1	0
	No allotment/ transfer/ transmission has taken place	0	0	0	0
	At the End of the year	1	0	1	0
5	Ms. Siddhi Dinesh Rathi				
	At the beginning of the year	1	0	1	0
	No allotment/ transfer/ transmission has taken place	0	0	0	0
	At the End of the year	1	0	1	0

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sr.No.	Name of Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Shares of the Company	No. of Shares	% of Shares of the Company
1	KAILASH CHANDRA KABRA Folio No. Client ID : 1201090001536508				
	At the beginning of the year	150000	1.37	150000	1.37
	Transaction during the year (purchase or sale)	15000	0.14	15000	0.14
	At the End of the year	165000	1.50	165000	1.50
2	DEEPINDER SINGH POONIAN Folio No. Client ID : 1201640200010701				
	At the beginning of the year	0	0.00	0	0.00
	Transaction during the year (purchase or sale)	147500	1.34	147500	1.34
	At the End of the year	147500	1.34	147500	1.34
3	MADHAVI BHASKAR Folio No. Client ID: 1201180000014097				
	At the beginning of the year	115000	1.05	115000	1.05
	Transaction during the year (purchase or sale)	0	0.00	0	0.00
	At the End of the year	115000	1.05	115000	1.05
4	SHYAMSUNDER KISANGOPAL LAKHANI Folio No. Client ID: 1206590000081225				
	At the beginning of the year	107500	0.98	107500	0.98
	Transaction during the year (purchase or sale)	5000	0.05	5000	0.05
	At the End of the year	112500	1.03	112500	1.03
5	SANJAYKUMAR SARAWAGI Folio No. Client ID : IN30246110012890				
	At the beginning of the year	77500	0.71	77500	0.71
	Transaction during the year (purchase or sale)	0	0.00	0	0.00
	At the End of the year	77500	0.71	77500	0.71
6	USHA GUPTA Folio No. Client ID : 1203230002586383				
	At the beginning of the year	62500	0.57	62500	0.57
	Transaction during the year (purchase or sale)	0	0.00	0	0.00
	At the End of the year	62500	0.57	62500	0.57
7	PADMA AJEETBHAI BHANDARI Folio No. Client ID : IN30160410042983				
	At the beginning of the year	57500	0.52	57500	0.52
	Transaction during the year	0	0.00	0	0.00
	At the End of the year	57500	0.52	57500	0.52
8	ARPANA MANISH TAORI Folio No. Client ID : 1201350000096911				
	At the beginning of the year	52500	0.48	52500	0.48
	Transaction during the year (purchase or sale)	0	0	0	0
	At the End of the year	52500	0.48	52500	0.48
9	PRAKASH MOHANLAL CHANDAK Folio No. Client ID : 1201060100099264				
	At the beginning of the year	47500	0.43	47500	0.43
	Transaction during the year (purchase or sale)	0	0	0	0
	At the End of the year	47500	0.43	47500	0.43
10	PRITTY DEVI SARAWAGI Folio No. Client ID: IN30246110012875				
	At the beginning of the year	47500	0.43	47500	0.43
	Transaction during the year (purchase or sale)	0	0.00	0	0.00
	At the End of the year	47500	0.43	47500	0.43

(v) Shareholding of Directors and Key Managerial Personnel :-

Sr.No.	Name of the Directors and Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Shares	No. of Shares	% of Shares
1	Mr. Dinesh Chhaganlal Rathi : Managing Director				
	At the beginning of the year	7920000	72.29	7920000	72.29
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	7920000	72.29	7929900	72.29
2	Mrs. Uma Dinesh Rathi : Executive Director				
	At the beginning of the year	80095	0.73	80095	0.73
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	80095	0.73	80095	0.73
3	Ms. Siddhi Dinesh Rathi : Executive Director				
	At the beginning of the year	1	0	1	0
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	1	0	1	0
4	Mr. Aditya Dinesh Rathi : Non Executive Director				
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	0	0	0	0
5	Mr. Anish Nashine : Independent Director				
	At the beginning of the year	0	0	0	0
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	0	0	0	0
6	Mr. Mahendra Jaypal : Independent Director				
	At the beginning of the year	0	0	0	0
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	0	0	0	0
7	Mr. Ravindra Ashok Gaikwad : Chief Financial Officer				
	At the beginning of the year	0	0	0	0
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	0	0	0	0
8	Ms. Ankita Navneet Daga : Company Secretary & Compliance Officer				
	At the beginning of the year	0	0	0	0
	Increase/ Decrease during the period	0	0	0	0
	At the End of the year	0	0	0	0

14 INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

		Secured loan excluding deposits	Unsecured loan	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year					
i)	Principal Amount	97176.50	0.00	0.00	97176.50
ii)	Interest due but not Paid	0.00	0.00	0.00	0.00
iii)	Interest accrued but not due	0.00	0.00	0.00	0.00
	Total (i+ii+iii)	97176.50	0.00	0.00	97176.50
Change in Indebtedness during the financial year					
	* Addition	0.00	0.00	0.00	0.00
	* Reduction	-97176.50	0.00	0.00	-97176.50
	Net Change	-97176.50	0.00	0.00	-97176.50
Indebtedness at the end of the financial year					
i)	Principal Amount	0.00	0.00	0.00	0.00
ii)	Interest due but not Paid	0.00	0.00	0.00	0.00
iii)	Interest accrued but not due	0.00	0.00	0.00	0.00
	Total (i+ii+iii)	0.00	0.00	0.00	0.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No.	Particulars of Remuneration	Mr. Dinesh Rathi	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	360000.00	360000.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	0.00	0.00
2	Stock Option	0.00	0.00
3	Sweat Equity	0.00	0.00
4	Commission	0.00	0.00
	-as % of profit		
	- others, specify ...		
5	Others, please specify	0.00	0.00
	Total (A)	360000.00	360000.00
	Ceiling as per the Act	10% of net profits of the Company	

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Independent Directors		
		Anish Nashine	Mahendra Jaypal	
3	Independent Directors			
	Date of Appointment	30.09.2021	16.08.2018	
	* Fee for attending board committee meetings	0.00	0.00	
	* Commission	0.00	0.00	
	* Others, please specify	0.00	0.00	
	Total (1)	0.00	0.00	
4	Other Directors	Executive Director		Non-Executive Director
		Uma Rathi	Aditya Rathi	Siddhi Rathi
	* Remuneration	1080000.00	150000.00	0.00
	* Commission	0.00	0.00	0.00
	* Others, please specify	0.00	0.00	0.00
	Total (2)	1080000.00	150000.00	0.00
	Total (B)=(1+2)	1080000.00	150000.00	0.00
	Total Managerial Remuneration	1230000.00		
	Overall Ceiling as per the Act	11% of net profits of the Company		

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
1	Gross salary	Ankita Daga	Ravindra Gaikwad	
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	253000.00	591000.00	844000.00
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	0.00	0.00	0.00
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0.00	0.00	0.00
2	Stock Option	0.00	0.00	0.00
3	Sweat Equity	0.00	0.00	0.00
4	Commission	0.00	0.00	0.00
	-as % of profit	0.00	0.00	0.00
	- others, specify ...	0.00	0.00	0.00
5	Others, please specify	0.00	0.00	0.00
	Total	253000.00	591000.00	844000.00

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NIL		
Punishment			NIL		
Compounding			NIL		
B. DIRECTORS					
Penalty			NIL		
Punishment			NIL		
Compounding			NIL		
C. OTHER OFFICERS IN DEFAULT					
Penalty			NIL		
Punishment			NIL		
Compounding			NIL		

Date:-22.08.2022

Place:- Nagpur

Sd/-
Mr. Dinesh Rathi
Managing Director
DIN 01516715

Sd/-
Mrs. Uma Rathi
Executive Director
DIN 02578611

**ANNEXURE III
PARTICULARS OF EMPLOYEES**

Remuneration Paid to Managing Director and Executive Director

Name of the Director & Designation	Remuneration in the F Y.			*Ratio of Remuneration to MRE	Ratio of Remuneration	
	21-22 <in Lakhs	20-21 <in Lakh	% of Increase/decrease from Pre Year		Revenue	Net Profit
Mr. Dinesh Rathi [Managing Director]	3.60	11.29	Decreased by 68%	3.60 (for three months)	0.0023 times	0.0158 times
Mr. Uma Dinesh Rathi [Executive Director]	14.40	5.20	Increase by 176%	3.69 times	0.0092 times	0.0634 times
Ms. Aditya Dinesh Rathi*	1.80	0	NA	0.92	0.0011	0.00079 times

*Aditya Dinesh Rathi- designation changed from Non-Executive Director to Executive Director on 30th September, 2021.

***Median Remuneration Employee**

Remuneration to other Key Managerial Personnel (KMP)

Name of the Director & Designation	Remuneration in the F Y.			*Ratio of Remuneration to MRE	Ratio of Remuneration	
	21-22 <in Lakhs	20-21 <in Lakh	% of Increase/decrease from Pre Year		Revenue	Net Profit
Mr. Ravindra Ashok* Gaikwad [CFO]	5.91	3.02	95%	1.5 times	Negligible	Negligible
Ms. Ankita Daga [Company Secretary]	2.53	2.20	15	0.64 times	Negligible	Negligible

*Based on annualized salary and rounded off to two decimals

The Median Remuneration of Employees (MRE) was Rs. 32500.00/- p.m

1. In the financial year, there was decrease of 1.79% in the median remuneration employees.
2. There are 121 permanent Employees on the Rolls of the Company as on 31st March, 2022.
3. Variations in the market capitalization of the Company:
 - a. The Market Capitalization as on 31st March, 2022 is Rs. 14.75 Crores

- b. Price earnings ratio of the Company as on 31st March, 2022
4. Percentage increase or decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer- The closing price of the company's equity shares on BSE as on 31st March, 2022 is Rs. 14.75/- representing a 22.27% of increase over the IPO price of Rs. 11/- per share.
5. The key parameters for the variable component of remuneration availed by the directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee.
6. The remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:
- Rajesh Nagpure - 17.40Lakhs p.a.
7. It is hereby confirmed that the remuneration is as per the remuneration policy of the Company.

**For and on behalf of the Board of Directors
For DRA Consultants Limited**

Sd/-

**Dinesh Rathi
(Managing Director)
(DIN : 01516715)**

Sd/-

**Uma Rathi
(Executive Director)
(DIN : 02578611)**

Place : Nagpur

Date : 22nd August, 2021

ANNEXURE IV
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2021

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

To,
The Members,
DRA Consultants Limited,
Plot No. 58, Ingole Nagar,
Wardha Road, Nagpur- 440005,
Maharashtra, India

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DRA Consultants Limited** (hereinafter called the "**Company**"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon. Based on my/our verification of books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **31st March, 2022**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

A. I, have examined the books, papers, minute books, forms and returns filed and other records maintained by **DRA Consultants Limited** ("The Company") for the financial year ended **31st March, 2022** according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowing.
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
6. Other Laws applicable specifically to the Company, identified and confirmed by the Company and relied upon by me are as under:
- a) The Micro, Small and Medium Enterprises Development Act, 2006
 - b) The Maharashtra Industrial Policy 2013
 - c) The Competition Act, 2002
 - d) Workmen"s Compensation Act, 1923
 - e) Employees" Provident Funds and Miscellaneous Provisions Act, 1952 (EPFMP Act)
 - f) Employees Provident Fund Scheme, 1952
 - g) Employees State Insurance Act, 1948 (the "ESI Act")
 - h) Payment of Wages Act, 1936 ("Wages Act")
 - i) Minimum Wages Act, 1948 ("MWA Act")
 - j) Payment of Bonus Act, 1965
 - k) Maternity Benefit Act, 1961
 - l) Equal Remuneration Act, 1976
 - m) Negotiable Instrument, Act, 1881
 - n) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

I have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with **SME Platform-Bombay Stock Exchange** read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent applicable.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that-

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors, who are in the process of including their names in the databank of Indian Institute of Corporate Affairs. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that there were no other specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

FOR KUNAL DUTT & ASSOCIATES

Sd/-

Kunal Dutt

Proprietor

C.P. No: F-8831 M.No. 11188

UDIN: F008831D000823139

Date: 22nd August, 2022

Place: Nagpur

APPENDIX – I

To,
The Members,
DRA Consultants Limited,
Plot No. 58, Ingole Nagar,
Wardha Road, Nagpur- 440005,
Maharashtra, India

My report of even date is to be read along with this letter.

Management’s Responsibility

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

Auditor’s Responsibility

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriate of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
5. The compliance of the provisions of Corporate and Other Applicable Laws, Rules, Regulations, Standard is the responsibility of Management. My examination was limited to the verification of procedures on test basis.

Disclaimer

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

FOR KUNAL DUTT & ASSOCIATES

Sd/-

Kunal Dutt

Proprietor

C.P. No: F-8831

M.No. 11188

Date: 22nd August, 2022

Place: Nagpur

ANNEXURE V

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

A. Conservation of Energy

Conservation of energy, research and development, Technology absorption, foreign exchange earnings and outgo (Particulars pursuant to the Companies (Accounts) Rules, 2014)

A. Conservation of Energy

The company has installed solar panel for generation of energy and has also entered into net metering agreement with MAHAHGenco which results in Conservation of Energy. Further, We have procured various energy saving devices and systems including solar panels, which help in conserving energy. Every effort is made to ensure that energy efficient equipment is used to avoid wastage and conserve energy, as far as possible. Active measures are taken by us towards energy conservation and carbon footprint reduction.

We also undertake continuous education and awareness programs among all employees on energy conservation measures that can be adopted at individual levels, to help conserve power and energy. We continue to strengthen our energy conservation efforts. We have continued to maximize the use of energy efficient flat monitors, energy efficient air-conditioning systems.

B. Technology Absorption

Your Company is engaged in the business of rendering services.

C) Foreign exchange Earnings and Outgo-

Sr. No	Particulars	2021-22	2020-21
(i)	Foreign Exchange earned	Nil	Nil
(ii)	Foreign Exchange outgo- Seminar & Training Expenses	Nil	Nil

**For and on behalf of the Board of Directors
For DRA Consultants Limited**

Sd/-

**Dinesh Rathi
(Managing Director)
(DIN : 01516715)**

Sd/-

**Uma Rathi
(Executive Director)
(DIN : 02578611)**

Place : Nagpur

Date : 22nd August, 2022

MANAGEMENT DISCUSSION AND ANALYSIS

ORGANIZATION – PROFILE

DRA Consultants Limited is engaged mainly in the business of engineering consultancy in India. Your Company is known for technical expertise, reliability and more importantly for providing innovative solutions to the most complicated problems. It is an ISO 9001:2015 certified Company. DRA holds expertise in water supply, wastewater treatment and water monitoring, and provides technical, commercial, legal & financial advisory services across sectors including setting up sustainable water and wastewater tariff and bylaws for Urban Local Bodies Boards. The Company is experienced in project management and holds expertise in accomplishing every task from conceptualization of a project to its commissioning, which also includes Preparation of Master Plans, Feasibility Report, Investment planning, Procurements, Bid preparation, Bid process management, execution planning, Quality assurance plan, cost control, Project schedules, Commissioning, Trial Runs, Performance monitoring etc. DRA has experience in Industrial Utilities and Urban Infrastructure Projects. More than 20,000 million INR worth projects have been undertaken by your Company as “Project Management Consultant”.

Your Company also provides wide range of advisory services in Urban and Industrial sector with specialized expertise in 3-R (Reduce – Recycle - Reuse), 3-P (Public – Private - Partnership) & Performance audits apart from other fortes. DRA is a technical service provider in India for conducting Municipal / Industrial / Building Water Audits. The Company has conducted many successful investment grade water audits and energy audits. The water audit project was first in urban sector implemented successfully under National Urban Renewal Mission of Govt. of India. NRW project has been given –National Urban Water Award by President of India. Your Company is uniquely placed in advisory services to urban local bodies across India with successful track record of more than 15 years.

One of the signature projects is the 24x7 water supply scheme undertaken by Nagpur Municipal Corporation under the Jawaharlal Nehru National Urban Renewal Mission. The Company has been appointed as consultants for the project from conceptual stage.

SERVICE SECTOR IN INDIA :

The services sector is not only the dominant sector in India’s Gross Domestic Product (GDP), but has also attracted significant foreign investment flows, contributed significantly to exports as well as provided large-scale employment. India’s services sector covers a wide variety of activities such as trade, hotel and restaurants, transport, storage and communication, financing, insurance, real estate, business services, community, social and personal services, and services associated with construction.

CONSULTANCY SERVICES:

Consultancy services are emerging as one of the fastest growing service segment in India, cutting across different sectors with some overlapping. A large number of consultancy firms and

individual consultants are operating in India at various levels across the sectors. Technical consulting constitutes about two-thirds of the total consulting market, while management consulting constitutes about one-third. Technical consulting in India, which mainly consists of engineering consulting, is much stronger than management consulting in terms of the number of players, consulting capabilities and size of consulting firms.

The Government of India has taken many initiatives to help the consulting industry, including the Marketing Development Assistance and Market Access Initiative schemes; coming out with guidelines on broad policies and procedures for selection, contracting and monitoring of consultants; and initiatives aimed towards capacity development of domestic consultants and sensitization of client organizations. Recent initiatives taken by the government such as Make in India, development of smart cities, skill development, along with the focus on improving industrial policies and procedures, have opened up a plethora of opportunities for consultants. Some of the key areas with enormous potential for Indian consultancy firms include building of urban & transport infrastructure, power generation, renewable energy, electricity transmission & distribution, roads & bridges, water supply & sewerage, IT & telecom, health care and manufacturing.

SWOT ANALYSIS

OPPORTUNITIES AND STRENGTH:

- Experienced Management
- Quality Technical Staff
- Innovative Consulting Services
- Dynamic Sector
- International Projects

WEAKNESSES AND THREATS

- Specialized Manpower requirement
- Delayed payment cycle
- Changes in Government and Tax policies

KEY FINANCIAL RATIOS

Sr. No.	Particulars	31.03.2022	31.03.2021
1	Current Ratio	2.37	2.12
2	Debt Equity Ratio	0.00	0.00
3	Debt Service Coverage Ratio	N.A.	N.A.
4	Net Profit Ratio	10.92	10.66
5	Inventory Turnover Ratio	N.A	N.A

6	Return on Equity Ratio	0.06	0.07
7	Trade Receivable Turnover Ratio	1.86	2.11
8	Trade Payable Turnover Ratio	6.54	4.74
9	Net Capital Turnover Ratio	1.72	2.03
10	Return on Capital Employed	0.09	0.10
11	Return on investment	0.05	0.05

Financial performance of the Company has been good despite of an adverse economic environment and your company is doing well on fulfilling its objectives.

INTERNAL CONTROLS AND THEIR ADEQUACY

The Company has a robust internal control system and is supervised periodically by competent professional managers. Periodically, the systems are reviewed and aligned to the needs of the growing needs of the Company. Both external and internal auditors, who have access to all records and information about our Company, regularly check company’s internal control systems. The Board and the management review the findings and recommendations of the auditors and take corrective actions wherever necessary. The Board considers risk assessment, identification of mitigating actions and internal control procedure to ensures that business risks are identified, managed and regularly reviewed at all levels and that Directors are periodically apprised of the key risks.

HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS

The Company has recorded higher volumes, operation profit and improved on several operational activities primarily because of the commitment, initiatives and high energy demonstrated by the employees at all levels. Human Capital is the most valuable resource of an organization. Development of human capital has always been the thrust area of the Company. Industrial relations are geared at developing and aligning the operatives to the overall vision of the organization. Your Company takes adequate steps for maintaining safety and healthy environment for the workers and the Directors place on record their sincere appreciation for the excellent team work with which the workers and the staff of the Company at all levels contribute for the better performance of the Company. The total number of people employed and persons on contracts basis by the Company as on 31-Mar-2022 was 121.

OPERATIONAL PERFORMANCE

During the year under the review, Revenue from operations of the Company stood at Rs. 15.12 Crs. as against the turnover from operations of Rs. 15.14 Crs in the previous year. Net profit for the period stood at Rs. 1.65 Crs as against Rs. 1.61 Crs.in the previous year.

DISCLAIMER

Statements in this report on Management Discussion and Analysis, describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking, considering the applicable laws and regulations. These statements are based on certain assumptions and expectation of future events. Actual results could, however, differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic demand-supply conditions, finished goods prices, raw materials costs and availability, fluctuations in exchange rates, changes in Government regulations and tax structure, economic developments within India and the countries with which the Company has business contacts. The Company assumes no responsibility in respect of the forward looking statements herein, which may undergo changes in future on the basis of subsequent developments, information or events

**For and on behalf of the Board of Directors
For DRA Consultants Limited**

Sd/-

Sd/-

**Dinesh Rathi
(Managing Director)
(DIN : 01516715)**

**Uma Rathi
(Executive Director)
(DIN : 02578611)**

Place: Nagpur

Date: 22nd August, 2022

PROXY FORM

[Pursuant to section 115(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

DRA CONSULTANTS LIMITED

CIN: L93090MH2009PLC192183

Regd Office Add: Plot No. 58, Ingole Nagar, Wardha Road, Nagpur- 440005, MH, India

13th ANNUAL GENERAL MEETING, FRIDAY, 30th SEPTEMBER, 2022 AT 10.00 A.M.:

Name of the member (s):
 Registered address:
 E-mail Id:
 Folio No/ Client ID: DP ID:

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I/We, being the member (s) of shares of the above named company, hereby appoint:

1. Name:.....Address.....
Email ID.....
 Signature..... or failing him;
2. Name:.....Address.....
Email ID.....
 Signature..... or failing him;
3. Name:.....Address.....
Email ID.....
 Signature..... or failing him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **13th Annual general meeting** of the company, to be held on **Friday the 30th day of September, 2022 At 10 a.m.** at the Registered Office of the Company situated at Nagpur and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Optional*	
		For	Against
ORDINARY BUSINESS:			
1	Adoption of Financial Statements for the year ended 31st March, 2022.		
2	Re-Appointment of Mrs. Uma Dinesh Rathi, who retires by rotation and being eligible, seeks re-appointment.		

Signed this..... day of..... 20....

Signature of shareholder.....

Signature of Proxy holder(s).....

Revenue Stamp of Re. 1/-

NOTES :

- **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
- A person can act as proxy on behalf of Members upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. Further, a Member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
- * It is optional to put a 'Tick' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' Column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

ATTENDANCE SLIP

CIN: L93090MH2009PLC192183

13th ANNUAL GENERAL MEETING, Friday, 30th September, 2022 AT 10.00 A.M.:

REGISTERED FOLIO NO. /DP ID NO./CLIENT ID NO.:	NO. OF SHARES HELD

I/we certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my/our presence at the 13th Annual General Meeting of the Company, at the registered Office of the Company Plot No. 58, Ingole Nagar, Wardha Road, Nagpur- 440005, MH, India, on Friday, 30th day of September, 2022 at 10 A.M.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note:

Please fill up the attendance slip and hand it over at the entrance of the meeting hall.
Members are requested to bring their copies of the Annual Report to the meeting.

**Form MGT 12
Polling Paper**

[Pursuant to section 119(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: DRA Consultants Limited
Registered Office: No. 58, Ingole Nagar, Wardha Road, Nagpur- 440005, MH, India
CIN: L93090MH2009PLC192183

BALLOT PAPER

S No	Particulars	Details
1.	Name of the first named Shareholder (In Block Letters)	
2.	Postal address	
3.	Registered Folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

No.	Item No.	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1.	Receive, consider and adopt the Audited financial statements of the Company for the Financial Year ended 31st March, 2022, together with Reports of the Board of Directors and the Auditors thereon.			
2.	Appoint Mr. Uma Dinesh Rathi as, a Director, who retires by rotation and being eligible offer himself for re-appointment			

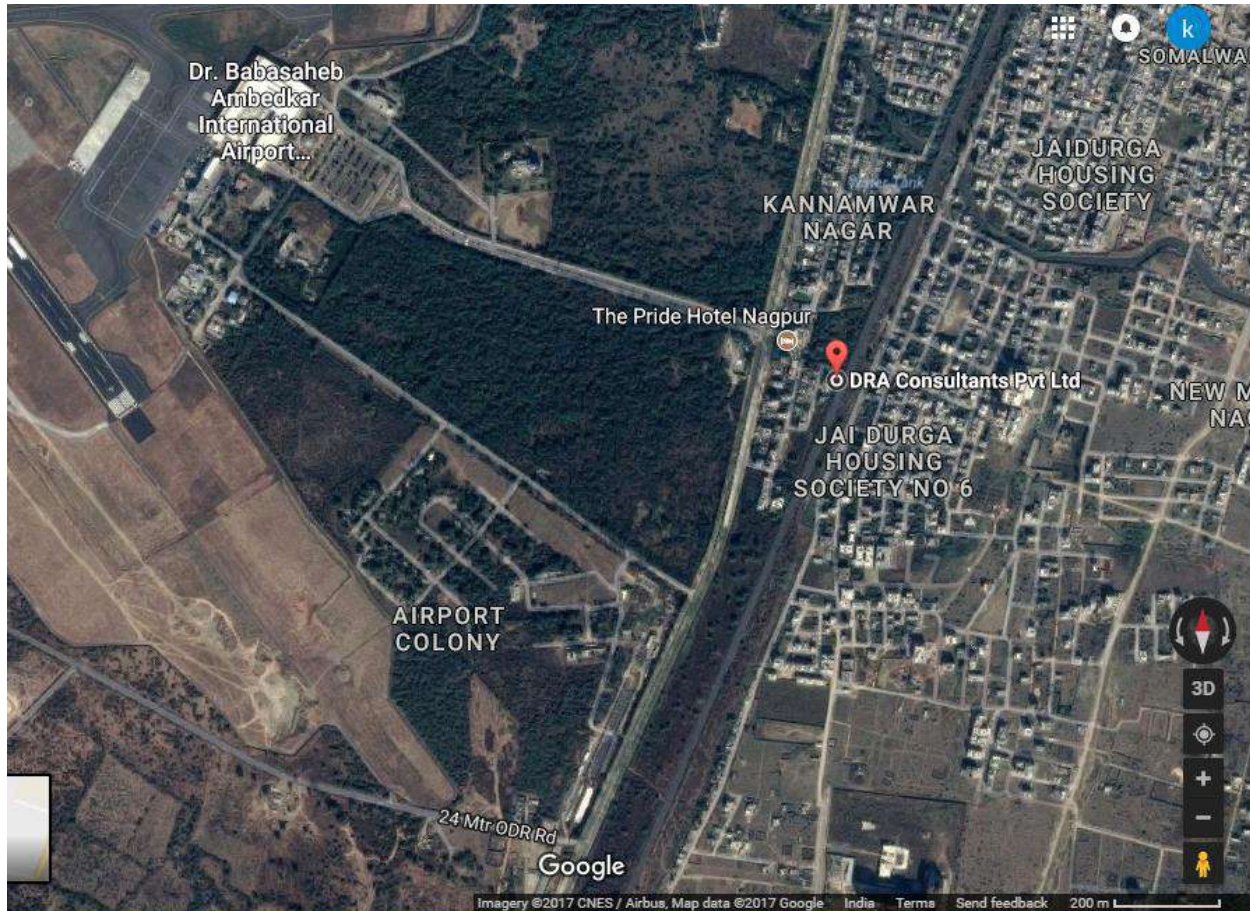
Place: Nagpur
Date: 30.09.2022

Signature of the Shareholder _____

ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING:

Landmark: Nagpur International Airport and Hotel Pride.

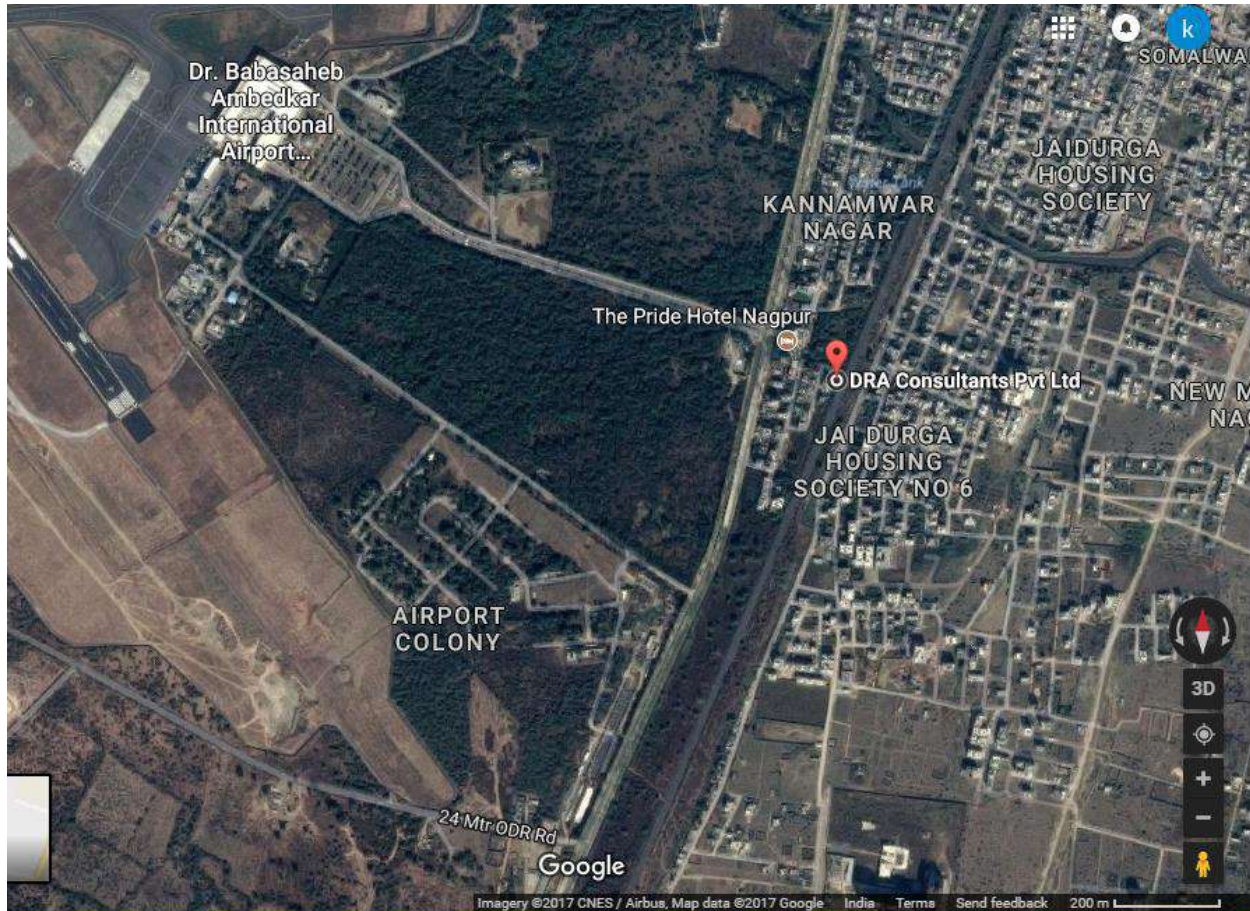
Distance of 1.7 Km from Dr. Babasaheb Ambedkar International Airport, Nagpur and Distance of 550 meters from the Pride Hotel, Wardha Road Nagpur.



ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING:

Landmark: Nagpur International Airport and Hotel Pride.

Distance of 1.7 Km from Dr. Babasaheb Ambedkar International Airport, Nagpur and Distance of 550 meters from the Pride Hotel, Wardha Road Nagpur.





Urban | Water | Efficiency

DRA CONSULTANTS LIMITED

CIN No. L93090MH2009PLC192183

Registered. Office: 58, Ingole Nagar, Opp. Airport, Behind Hotel Pride, Wardha Road, Nagpur-440 005 (M.S.) India.

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